P98000022145

THE UNITED STATES CORPORATION COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 731017 4807864

AUTHORIZATION : Patricia Pizzuto

COST LIMIT : $ 122.50

ORDER DATE : March 5, 1998

ORDER TIME : 2:19 PM

ORDER NO. : 731017-005

CUSTOMER NO: 4807864

CUSTOMER: Mr. Dave Kairis
FISHMAN MERRICK MILLER GENELLY
SPRINGER KLIMEK & ANDERSON P.C
Suite 2800
125 So. Wacker
Chicago, IL 60606

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR -9 AM 9:11

DOMESTIC FILING

NAME: PROGRESSIVE FOOD GROUP, INC.

200002451462--0

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS: C 3/10/98

RECEIVED
98 MAR -9 PM 4:11
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

OF

WISH CAFE, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

WISH CAFE, INC.

The address of the principal office of this corporation shall be 640 Ocean Drive, Miami Beach, Florida 33139, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having $1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 407 Lincoln Road, Penthouse East, Miami Beach, Florida 33139, and the name of the initial registered agent of the corporation at that address is Edward E. Levinson.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

R. Anthony Goldman Dir.	640 Ocean Drive Miami Beach, Florida 33139
Jessica Goldman Dir.	Same

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

R. Anthony Goldman Pres.	640 Ocean Drive, Miami Beach, Florida 33139
Jessica Goldmand Sec.	Same

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on March 9, 1998.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar

Its Agent, Karen B. Rozar

GLS/sle

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501 , Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: WISH CAFE, INC.

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DIVISION OF CORPORATIONS
98 MAR -9 AM 9:11

2. The name and address of the registered agent and office is:

~~EDWARD E. LEVINSON~~ (Name)
407 Lincoln Road
Penthouse East
~~Miami Beach, Florida 33139~~ (P.O. Box NOT acceptable)

(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

SIGNATURE Edward E. Levinson

DATE ____________

REGISTERED AGENT FILING FEE: $35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

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