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LESSER & LESSER, P.A.

ATTORNEYS AT LAW

909 North Dixie Highway

West Palm Beach, Florida 33401-3329

(561) 655-2028

FAX (561) 655-2033

Joseph H. Lesser (1899-1982)

Shepard P. Lesser

Gary S. Lesser

Glenn E. Siegel

Of Counsel

Scott D. Glassman, P.A.

March 6, 1998

Delray Beach Office

5353 W. Atlantic Ave

Suite 401

Delray Beach, FL 33484

(561) 495-1560

(561) 637-6554 (Fax)

Corporate Records Bureau

Division of Corporations

Florida Department of State

P.O. Box 6327

Tallahassee, FL 32301

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-03/11/98-01078-007

****122.50 ****122.50

RE: HAIFA BAKERY AND FOOD, INC.

Dear Sirs:

Enclosed please find the original duly executed and a copy of the Articles of Incorporation for the above named corporation together with my check in payment of costs in the amount of \$122.50.

Please return a certified copy of the Articles at your earliest convenience. Thank you for your usual prompt attention to this matter.

Yours truly,

Shepard Lesser

Shepard Lesser

SL:tlh

Enclosure

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3/12/98 - Tum.

ARTICLES OF INCORPORATION
OF
HAIFA BAKERY AND FOOD, INC.

I, the undersigned, hereby associate myself for the purpose of becoming incorporated under the laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I

The name of this corporation is HAIFA BAKERY AND FOOD, INC.

ARTICLE II

The general nature of the business and the objects and purposes proposed to be transacted and carried on are to do any and all of the things herein mentioned as fully and to the same extent as natural persons might or could do, viz:

a) Baking and food retailing.

b) Generally, to make and perform contracts of any kind and description and for the purpose of attaining any of the objectives of the corporation; to do and perform any other act or thing; and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which now are or hereafter may be authorized by law; and, generally, to do and perform any and all things necessary or incident to the performing and carrying out of the powers hereinabove specifically delegated or implied; and,

c) To do any and all things that any natural person might do.

ARTICLE III

The total number of shares of capital stock which may be issued by this corporation is One Hundred (100) shares of no par value; all of which shall be common stock and shall be fully paid and non-assessable.

ARTICLE IV

The amount of capital with which this corporation shall commence business is Five Hundred Dollars (\$500.00) capital money paid in.

ARTICLE V

The principal place of business of said corporation shall be at 1108 11th Terrace, Palm Beach Gardens, Florida 33418 or at such other place as is, from time to time, designated by the Board of Directors.

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TALLAHASSEE, FLORIDA

ARTICLE VI

The number of Directors of this corporation shall not be less than one (1) nor more than nine (9).

ARTICLE VII

This corporation shall have perpetual existence.

ARTICLE VIII

The name and post office address of the first Board of Directors of this corporation who shall hold office for the first year, or until successors are chosen, shall be:

NAME:

ADDRESS:

HESHAM HASAN

1108 11TH TERRACE
PALM BEACH GARDENS, FL 33418

ARTICLE IX

The name and post office address of each subscriber is:

NAME:

SHARES:

ADDRESS:

HESHAM HASAN

1108 11TH TERRACE
PALM BEACH GARDENS, FL 33418

ARTICLE X

The Registered Agent of this corporation to serve until such time as the corporation sees fit to name a new Registered Agent shall be Shepard Lesser, Esquire, 909 North Dixie Highway, West Palm Beach, Florida 33401.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on the 5th day of March, 1998.

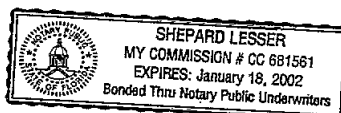
Hesham Hasan
HESHAM HASAN

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, the undersigned Notary Public, personally appeared HESHAM HASAN, personally known to me, or who produced all. drivers license as identification, and who executed the above and foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 5th day of March, 1998.

Shepard Lesser
Notary Public
My Commission Expires:



CONSENT TO APPOINTMENT OF REGISTERED AGENT

The undersigned hereby consents to his appointment as Registered Agent of this corporation and confirms his address herein and agrees to serve in that capacity.

DATED at West Palm Beach, Florida, this 5th day of March, 1998.



SHEPARD LESSER, Esquire
909 N. Dixie Highway
West Palm Beach, FL 33401

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98 MAR 11 AM 9:27
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TALLAHASSEE, FLORIDA