

Thomas P. Hall, P. A.

Attorney and Counselor at Law

THOMAS P. HALL  
BOARD CERTIFIED IN TAX

3443-D TAMiami TRAIL  
PORT CHARLOTTE, FLORIDA 33952-8101

TELEPHONE (941) 627-0003

March 10, 1998

**P98000024522**

Secretary of State  
STATE OF FLORIDA  
The Capitol  
Tallahassee, FL 32304

RE: TOP GOURMET INTERNATIONAL, INCORPORATED

Gentlemen:

200002459252--7  
-03/17/98--01031--014  
\*\*\*\*122.50 \*\*\*\*122.50

Enclosed please find the original and one copy of Articles of Incorporation as to the above referenced corporation. If the Articles of Incorporation meet with your approval, I would appreciate your filing the same and forwarding a certified copy to me at your earliest convenience.

Also enclosed, please find a check in the amount of \$122.50 which represents filing and certification fees.

Should you have any questions as to the above, please do not hesitate to contact me.

Sincerely,

THOMAS P. HALL, P.A.

*Thomas P. Hall*  
Thomas P. Hall  
Attorney at Law

EFFECTIVE DATE

3-10-98

TPH/pbh  
Enclosures

cc: Franz Signer, President  
Top Gourmet International, Incorporated

FILED  
98 MAR 13 PM 2:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
TOP GOURMET INTERNATIONAL, INCORPORATED

FILED  
98 MAR 13 PM 2:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned adopts these articles of incorporation for purposes of forming a corporation under the Florida Business Corporation Act:

ARTICLE ONE  
NAME OF CORPORATION

EFFECTIVE DATE

3-10-98

The name of this corporation is: TOP GOURMET INTERNATIONAL, INCORPORATED.

ARTICLE TWO  
ADDRESS

The corporation's principal offices are located at 6150 Blackjack Court North, Punta Gorda, FL 33980. Its mailing address is P.O. Box 2527, Punta Gorda, FL 33951.

ARTICLE THREE  
PURPOSE

This corporation is established for any lawful purpose or purposes.

ARTICLE FOUR  
COMMENCEMENT OF CORPORATE EXISTENCE

As permitted by section 607.0203 of the Florida Business Corporation Act, the existence of this corporation will commence on the date of subscription and acknowledgement of these articles of incorporation.

**ARTICLE FIVE  
CORPORATE STOCK**

This corporation is authorized to issue 1,000 shares of voting common stock.

**ARTICLE SIX  
REGISTERED AGENT**

The street address of the initial registered office of the corporation is 3443D Tamiami Trail, Port Charlotte, Florida 33952 and the name of its initial registered agent at such address is Thomas P. Hall.

**ARTICLE SEVEN  
DIRECTORS**

The name and address of each of the initial directors of this corporation is:

NAME:

ADDRESS:

Franz Singer

6150 Blackjack Court N.  
Punta Gorda, FL 33980

The bylaws of the corporation will specify the number of directors that this corporation will have.

**ARTICLE EIGHT  
INCORPORATORS**

The name and address of each incorporator is:

NAME:

ADDRESS:

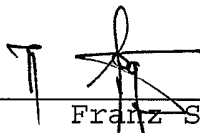
Franz Singer

6150 Blackjack Court N.  
Punta Gorda, FL 33980

**ARTICLE NINE  
AMENDMENT OF ARTICLES OF INCORPORATION**

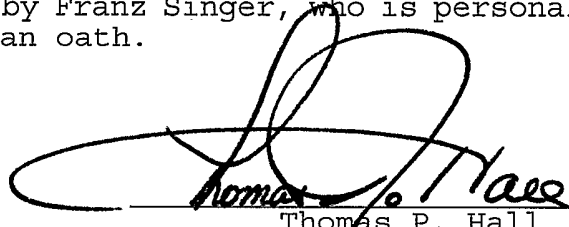
This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation or any amendment thereto.

IN WITNESS WHEREOF, the undersigned subscribers have executed these articles of incorporation this 10th day of March, 1998.

  
\_\_\_\_\_  
Franz Singer

STATE OF FLORIDA     )  
                              )  
COUNTY OF CHARLOTTE )

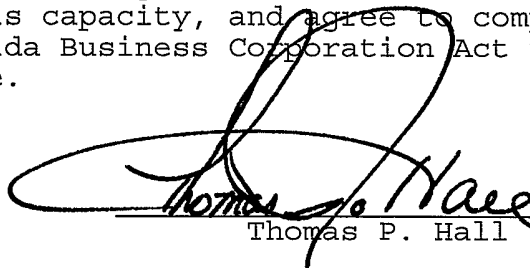
The foregoing instrument was acknowledged before me this 10th day of March, 1998, by Franz Singer, who is personally known to me. He did not take an oath.

  
\_\_\_\_\_  
Thomas P. Hall  
Notary Public-State of Florida  
Commission No.: CC558443

My Commission Expires: 5/30/00

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN named to accept service of process for the above stated corporation, the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida Business Corporation Act relative to keeping open said office.

  
Thomas P. Hall

FILED  
98 MAR 13 PM 2:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

03-10-98