

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Navarre Foods, Inc. II

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☒ Art of Inc. File cert.
☐ LTD Partnership File _____
☐ Foreign Corp. File _____
☐ L.C. File _____
☐ Fictitious Name File _____
☐ Trade/Service Mark _____
☐ Merger File _____
☐ Art. of Amend. File _____
☐ RA Resignation _____
☐ Dissolution / Withdrawal _____
☐ Annual Report / Reinstatement _____
☒ Cert. Copy _____
☐ Photo Copy _____
☐ Certificate of Good Standing _____
☐ Certificate of Status _____
☐ Certificate of Fictitious Name _____
☐ Corp Record Search _____
☐ Officer Search _____
☐ Fictitious Search _____
☐ Fictitious Owner Search _____
☐ Vehicle Search _____
☐ Driving Record _____
☐ UCC 1 or 3 File _____
☐ UCC 11 Search _____
☐ UCC 11 Retrieval _____
☐ Courier _____

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98 MAR 27 AM 10:10
DIVISION OF CORPORATIONS

Signature _____

Requested by:

CG 3/27 11:00
Name Date Time

Walk-In _____ Will Pick Up _____

RF
03-27-98

ARTICLES OF INCORPORATION

OF

NAVARRE FOODS, INC. II

I, the undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, do hereby make, subscribe, acknowledge, and file these Articles for the purpose of becoming a professional service corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be Navarre Foods, Inc.
II.

ARTICLE II

The corporation shall have perpetual existence, commencing on the date of filing of these Articles of Incorporation in the Office of the Secretary of State of the State of Florida.

ARTICLE III

The general nature of the business to be transacted by this corporation is:

(a) To engage in every aspect and phase of the business of rendering restaurant services to the general public and do all things in connection therewith.

(b) To invest the funds of the corporation in real estate, mortgages, stocks, bonds, or any other type of investment and to own real and personal property necessary for the rendering

of corporate services.

(c) In general, either alone or in association with other corporations, firms, or individuals, to do all and everything necessary and proper for the accomplishment of any of the purposes or the attainment of any of the objectives enumerated in these Articles of Incorporation, or any amendment thereof, and to carry on any lawful pursuit necessary or incidental to the accomplishment or furtherance of such purposes or objectives to such extent as is now or may hereafter be allowable for a corporation organized under Chapter 607, Florida Statutes.

ARTICLE IV

This corporation is authorized to issue ten thousand (10,000) shares of common stock, each share of the par value of one dollar (\$1.00). No shares without nominal or par value shall be issued.

ARTICLE V

The street address of the initial principal office, and the initial registered office, of this corporation is 809 E. Miracle Strip Parkway, Mary Esther, FL 32569, and the name of the initial registered agent of the corporation is Gary B. Leuchtman, 3 West Garden Street, Suite 700, Pensacola, Florida 32501.

ARTICLE VI

This corporation shall have two directors initially. The

number of directors may be either increased or decreased from time to time as provided in the bylaws of the corporation, but the number of directors of the corporation shall not be less than two nor more than nine. The name and address of the initial directors and the incorporators of this corporation is:

Edward Brown

809 E. Miracle Strip Parkway
Mary Esther, FL 32569

J. Kenneth Dukes

7 N.E. Racetrack Road
Ft. Walton Beach, FL 32457

ARTICLE VII

These Articles of Incorporation may be amended upon receiving the affirmative vote of the holders of two-thirds of the shares then outstanding at any regular or special meeting of the stockholders upon advance notice of the changes to be made. Such notice shall be given in accordance with the bylaws of the corporation. Upon approval by the Secretary of State, any such amendment shall become and be taken as part of the original Articles of Incorporation.

ARTICLE VIII

The power to adopt, alter, amend, or repeal the bylaws of the corporation shall be vested in the Board of Directors.

ARTICLE IX

At each election for directors, every shareholder entitled to vote at such election shall have the right to

accumulate his vote by giving one candidate as many votes as the number of directors to be elected at that time, multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE X

Special meetings of the shareholders may be called by the president and secretary of the corporation, jointly, or by the Board of Directors, or by the holders of not less than ten percent (10%) of the shares then outstanding.

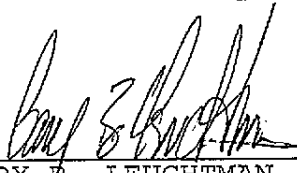
ARTICLE XI

At any meeting of the stockholders, sixty percent (60%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum. If a quorum is present, the affirmative vote of a majority of the shares represented at the meeting entitled to vote on the subject matters shall be the act of the shareholders.

ARTICLE XII

This corporation shall have all of the corporate powers enumerated in the Florida Corporation Act, Chapter 607, Florida Statutes, as such chapter presently exists or may hereafter be amended.

IN WITNESS WHEREOF, I have hereunto set my hand and seal
this 26th day of March, 1998

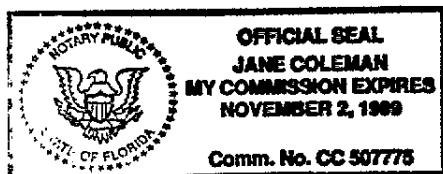



GARY B. LEUCHTMAN

STATE OF FLORIDA
COUNTY OF ESCAMBIA

Before the subscriber, a notary public in and for said state and county, personally appeared Gary B. Leuchtman, known to me to be the individual described by said name in and who executed the foregoing Articles of Incorporation of Navarre Foods, Inc. II, and acknowledged before me that he executed the same freely and voluntarily for the uses and purposed therein set forth.

GIVEN under my hand and official seal this 26th day of March, 1998.





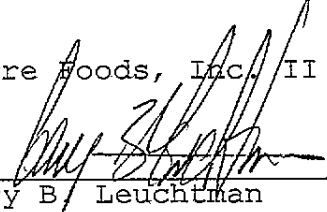
Notary Public
State of Florida at Large
My Commission Expires: _____

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted: That Navarre Foods, Inc. II, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 809 E. Miracle Strip Parkway, Mary Esther, FL 32569, has named Gary B. Leuchtman, Beggs & Lane, 3 West Garden Street, Suite 700, Pensacola, Florida 32501, as its agent to accept service of process within Florida.

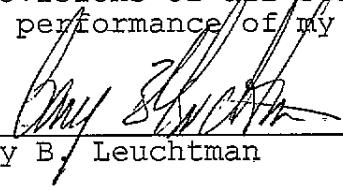
Navarre Foods, Inc. II

By



Gary B. Leuchtman
Its Incorporator

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Gary B. Leuchtman