ACCOUNT NO. : 072100000032

REFERENCE: 766216 4352702

AUTHORIZATION:

COST LIMIT : \$ 122.50

ORDER DATE: April 2, 1998

ORDER TIME : 11:35 AM

ORDER NO. : 766216-010

CUSTOMER NO: 4352702

THE UNITED STATES **CORPORATION**

CUSTOMER: Susan A. Barrett, Esq

WILLIAMS PARKER HARRISON DIETZ

& GETZEN

200 South Orange Avenue

Sarasota, FL 34236

800002476938--4

DOMESTIC FILING

NAME: GULF WIND BREADS, INC.

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:

EFFECTIVE DATE

W/1/98

ARTICLES OF INCORPORATION

OIVISION OF CORPORATIONS

98 APR-2 PM 2:46

OF

GULF WIND BREADS, INC.

The undersigned incorporator has executed these Articles of Incorporation to establish a corporation (the "Corporation") under the Florida Business Corporation Act (Chapter 607, Florida Statutes).

1. Name. The name of the Corporation is:

Gulf Wind Breads, Inc.

2. <u>Principal Office</u>. The principal office of the Corporation is:

200 South Orange Avenue Sarasota, Florida 34236

3. Mailing Address. The mailing address of the Corporation is:

200 South Orange Avenue Sarasota, Florida 34236

- 4. <u>Authorized Shares.</u> The Corporation is authorized to issue 10,000 shares of common stock having a \$1.00 par value per share. No share shall be issued except upon payment to the Corporation of the par value of the share in cash or other consideration permitted by law as payment for shares.
- 5. <u>Bylaws</u>. The initial bylaws of the Corporation shall be adopted by the incorporator or the board of directors. The power to alter, amend or repeal any bylaw shall be vested in the shareholders, except to the extent delegated by the shareholders to the board of directors.
- 6. Registered Agent and Office. The name of the initial registered agent and the address of the initial registered office of the Corporation is:

DIVISION OF CORPORATIONS

98 APR -2 PM 2: 46

Susan A. Barrett 200 South Orange Avenue Sarasota, Florida 34236

By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, and acknowledges that she is familiar with, and accepts, the obligations of that position.

7. Incorporator. The name and address of the incorporator of the Corporation is:

Susan A. Barrett 200 South Orange Avenue Sarasota, Florida 34236

8. Effective Date. The existence of the Corporation shall commence on April 1, 1998.

Dated this 1st day of April 1998.

Susan A. Barrett

Incorporator and Registered Agent

JENNIFER L-312903.1