

LAW OFFICES
OF
SUSAN A. ENGLAND, P. A.

2805 LAKEVIEW DRIVE FERN PARK, FLORIDA 32730-2007

Telephone (407) 339-4600
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April 20, 1998

Department of State
Division of Corporations
Post Office Box 6320
Tallahassee, Florida 32301

400002497964--9
-04/23/98--01069--003
*****78.75 *****78.75

Re: LEASURE FOODS, INC., a Florida corporation

Dear Sir or Madam:

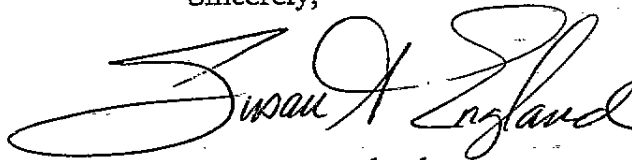
Pursuant to the formation of the above-named Florida corporation, I have enclosed the following documents for filing:

1. Original Articles of Incorporation
2. The Designation and Acceptance by Registered Agent

Also enclosed is a check in the amount of \$78.75 to cover the cost of filing and for a Certificate of Status.

Thanking you for your prompt attention to this matter, I am,

Sincerely,

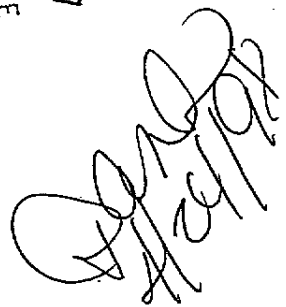


Susan A. England

SAE/cj
Enc.

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FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION
OF
LEASURE FOODS, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE ONE

NAME

The name of the corporation shall be LEASURE FOODS, INC.

ARTICLE TWO

DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The purpose of the corporation is to transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 5,000 shares, all of which shall be common shares with par value of \$.10.

ARTICLE FIVE

REGISTERED OFFICE

The street address of the initial registered office of the corporation is 1024 Howell Branch Road, Winter Park, Florida 32789,

and the name of the initial registered agent at the address is RANDI W. MILLER.

ARTICLE SIX

PRINCIPAL OFFICE

The corporation's principal office and mailing address is 1024 Howell Branch Road, Winter Park, Florida, 32789.

ARTICLE SEVEN

DIRECTORS

The Board of Directors of the corporation shall consist of no less than one (1) director and no more than two (2) directors. The names and addresses of the initial Board of Directors are:

RANDI W. MILLER
1024 Howell Branch Road
Winter Park, Florida 32789

LINDA LEASURE
1828 East Cheryl Drive
Winter Park, Florida 32792

ARTICLE EIGHT

INCORPORATORS

The incorporators of the corporation and the subscribers to these Articles of Incorporation are RANDI W. MILLER, whose address is 1024 Howell Branch Road, Winter Park, Florida, 32789, and LINDA LEASURE, whose address is 1828 East Cheryl Drive, Winter Park, Florida, 32792.

ARTICLE NINE

BY-LAWS AND ARTICLES OF INCORPORATION

The Board of Directors shall have the exclusive authority to formulate, approve and/or amend By-Laws of the corporation; and shall have the exclusive authority to formulate, approve and/or adopt amendments to these Articles of Incorporation.

ARTICLE TEN

COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence upon the filing of these Articles in the Office of the Secretary of State, of the State of Florida.

IN WITNESS WHEREOF, We have subscribed our name this 20th day of April, 1998.

Linda Leasure
LINDA LEASURE
Incorporator of
LEASURE FOODS, INC.

Randi W. Miller
RANDI W. MILLER
Incorporator of
LEASURE FOODS, INC.

STATE OF FLORIDA
COUNTY OF SEMINOLE

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County aforesaid to take acknowledgments, personally appeared RANDI W. MILLER, and LINDA LEASURE, ✓ who produced Florida Drivers License as identification or who are known to me to be the person who executed and subscribed the foregoing Articles of Incorporation, and who acknowledged before me that she executed the same for the purpose therein contained.

WITNESS my hand and official seal in the County and State aforesaid, this 20th day of April, 1998.



SUSAN A. ENGLAND
MY COMMISSION # CC372223 EXPIRES
May 29, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

Susan A. England
Susan A. England CC #372223
Notary Public, State of Florida

DESIGNATION OF REGISTERED OFFICE AND REGISTERED AGENT

LEASURE FOODS, INC., a Florida corporation, pursuant to Florida Statutes 48.091, and its Articles of Incorporation, hereby designates RANDI W. MILLER of 1024 Howell Branch Road, Winter Park, Florida, 32789, as its Registered Agent and Registered Office for the service of process as required by law.

ACCEPTANCE

I, RANDI W. MILLER, of 1024 Howell Branch Road, Winter Park, Florida, 32789, having been named in the foregoing Designation of Registered Office and Registered Agent by LEASURE FOODS, INC., a Florida corporation, and being fully advised and apprised of the duties of a Resident Registered Agent for the service of process as prescribed by Florida Statute 48.091, do hereby accept said designation, and agree to accept service of process as Resident Registered Agent, to keep the office open during prescribed hours, to post my name in some conspicuous place in the office as required by law, and to otherwise comply with the obligations of a Resident Registered Agent and to maintain a Registered Office as heretofore indicated.


RANDI W. MILLER

DATED this 20th day of April

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SECRETARY OF STATE
TALLAHASSEE FLORIDA
1998.