

6/18/98

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FLORIDA DIVISION OF CORPORATIONS
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CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: MAHAN FOODS, INC.

AUDIT NUMBER.....H98000011433

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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TALLAHASSEE FLORIDA

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 19, 1998

EMPIRE

SUBJECT: MAHAN FOODS, INC.
REF: W98000014109

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Becky McKnight
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FAX Aud. #: H98000011433
Letter Number: 098A00033989

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**ARTICLES OF INCORPORATION
OF
MAHAN FOODS, INC.**

ARTICLE I - NAME

The name of this corporation shall be:

Mahan Foods, Inc.

and its principal office and mailing office is

2503 Highway 60 East

Valrico, Florida 33594

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TALLAHASSEE FLORIDA

ARTICLES II - DURATION

The corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$1.00 per share.

**ARTICLE V - INITIAL REGISTERED
OFFICE AND AGENT**

The initial registered office of this corporation shall be 750 W. Lumsden Road, Brandon, Florida 33511. The Registered Agent of this corporation at such office, shall be Clifton C. Curry, Jr., who upon accepting this designation agrees to comply with the provisions

CLIFTON C. CURRY, JR., ESQ.
FBN: 0338915
LAW OFFICES OF CURRY & ASSOCIATES, P.A.
750 WEST LUMSDEN
P.O. BOX 1143
BRANDON, FL 33589-1143
(813) 653-2500 - FAX: (813) 689-0242

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of Section 48.091, Florida Statutes, as amended from time-to-time with respect to keeping an office open for service of process.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1) member. The number of directors may be increased or decreased from time-to-time by vote of the Shareholders as set out in the By-Laws. The names and addresses of the initial Board are:

NAME

ADDRESS

Tarek Kazbour

2503 Highway 60 East
Valrico, Florida 33594

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation are:

Clifton C. Curry, Jr.

750 West Lumsden
Brandon, FL 33511



CLIFTON C. CURRY, JR.
as Incorporator

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY, that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared, CLIFTON C. CURRY, JR., as incorporator, to me personally known or who produced driver's licenses or _____ as identification, and who did take an oath, to be the person described in and who, after being duly sworn, deposes and states that he executed the foregoing

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ARTICLES OF INCORPORATION of MAHAN FOODS, INC. and the said individual acknowledged before me that he executed the same as his free act and deed for the uses and purposes therein stated.

SWORN TO AND SUBSCRIBED BEFORE ME, this 15th day of June, 1998, at Brandon, Hillsborough County, Florida.



NOTARY PUBLIC

Denise I. Burns
Sign

Print Name: *Denise I. Burns*
State of Florida at Large (Seal)
My Commission No.: _____
My Commission Expires: _____

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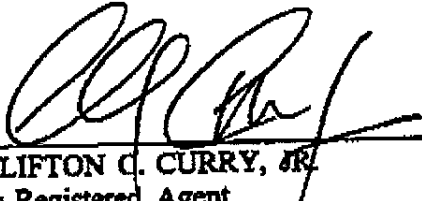
**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING REGISTERED OFFICE
AND REGISTERED AGENT (AND RESIDENT AGENT)
MAHAN FOODS, INC.**

Pursuant to applicable Florida Statutes, the following is submitted:

That Mahan Foods, Inc., desiring to organize under the laws of the State of Florida, with its Registered Office as indicated in the ARTICLES OF INCORPORATION at 750 W. Lumsden Road, Brandon, Florida 33511, has named Clifton C. Curry, Jr. as its Registered Agent (and Resident Agent).

ACKNOWLEDGMENT

Having been named Registered Agent for the above-stated corporation as designed in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Florida Statutes relative to keeping open said office.


CLIFTON C. CURRY, JR.
as Registered Agent

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