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To:
Division of Corporations
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EFFECTIVE DATE
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From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
Fax Number : (305)672-9110

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

Elite Wholesale Foods, Inc.

Certificate of Status	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Elite Wholesale Foods, Inc.

Article II. Address

The mailing address of the Corporation is:
Elite Wholesale Foods, Inc.
4980 SW 52 Street #113
Davie FL 33314 BROWARD

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Nicholas W. Romanello
633 South Federal Highway, Eighth Floor
P.O. Box 14723
Fort Lauderdale FL 33302

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Karen Ray

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Nicholas W. Romanello | FL Bar Member 134200
Law Offices of Conrad & Scherer
633 South Federal Highway, Eighth Floor
P.O. Box 14723
Fort Lauderdale FL 33302
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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator


The name and address of the incorporator is:

Nicholas W. Romanello
Law Offices of Conrad & Scherer
633 South Federal Highway, Eighth Floor
P.O. Box 14723
Fort Lauderdale FL 33302

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on November 17, 1998.

The undersigned incorporator executed these Articles of Incorporation on November 17, 1998.



NICHOLAS W. ROMANELLO
by G.K. Kuroda as attorney-in-fact

Nicholas W. Romanello | FL Bar Member 134200
Law Offices of Conrad & Scherer
633 South Federal Highway, Eighth Floor
P.O. Box 14723
Fort Lauderdale FL 33302
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Elite Wholesale Foods, Inc.

REGISTERED AGENT/OFFICE:

Nicholas W. Romanello
633 South Federal Highway, Eighth Floor
P.O. Box 14723
Fort Lauderdale FL 33302

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



NICHOLAS W. ROMANELLO
by G.K. Kuroda as attorney-in-fact

Date: November 17, 1998.

Nicholas W. Romanello | FL Bar Member 134200
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