

P99000007198



ACCOUNT NO. : 072100000032

REFERENCE : 110462 7119558

AUTHORIZATION :

COST LIMIT : \$ 78.75

Patricia Pizant

ORDER DATE : January 25, 1999

ORDER TIME : 10:37 AM

ORDER NO. : 110462-005

200002753462--5

CUSTOMER NO: 7119558

CUSTOMER: Georgina Valdes, Legal Asst
ARNALDO VELEZ, P.A.
ARNALDO VELEZ, P.A.
255 University Drive

Coral Gables, FL 33134

DOMESTIC FILING

NAME: ORLA-PAN BAKERIES, 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: Cassandra Lamm

EXAMINER'S INITIALS:

JP 1/25/99

RECEIVED
99 JAN 25 AM 11:58
DIVISION OF CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 25 PM 6:25

ARTICLES OF INCORPORATION

OF

Orla-Pan Bakeries, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 25 PM 6:25

ARTICLE I:

The name of this Corporation is:

Orla-Pan Bakeries, Inc.

ARTICLE II:

The principal office and mailing address of the corporation shall be 9941 N.W. 27 Terrace, Miami, Florida 33172.

ARTICLE III:

This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.

ARTICLE IV:

The Corporation is authorized to issue 750 shares of common stock, par value of \$1.00 per share.

ARTICLE V:

The name of the initial registered agent, and the street address of the initial registered office of the corporation is: Georgina Valdes, 255 University Drive, Coral Gables, FL 33134.

ARTICLE VI:

This Corporation shall not issue preferred shares or a special class of shares in a series.

ARTICLE VII:

The shareholders are not entitled to preemptive rights.

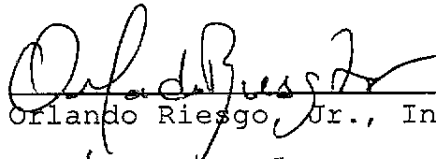
ARTICLE VIII:

The number of directors may be increased or decreased from time to time as provided in the by-laws of the corporation. The name and address of the initial directors of the corporation are: Orlando Riesgo, Jr. and Jeanette Riesgo, 9941 N.W. 27 Terrace, Miami, FL 33172.

ARTICLE IX:

The name and address of the Incorporators of the corporation is Orlando Riesgo, Jr. and Jeanette Riesgo, 9941 N.W. 27 Terrace, Miami, FL 33172.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 22 day of January, 1999.


Orlando Riesgo, Jr., Incorporator


Jeanette Riesgo, Incorporator

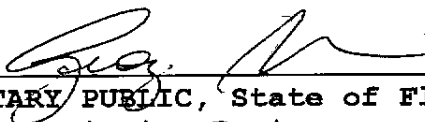
STATE OF FLORIDA)
 : SS
COUNTY OF DADE)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 JAN 25 PM 6:25

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set above, personally appeared Orlando Riesgo, Jr. and Jeanette Riesgo, who are personally known to me and who did take oaths.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 22 day of January, 1999.



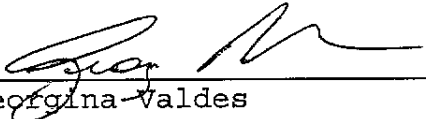
NOTARY PUBLIC, State of Florida
My Commission Expires:



Georgina Valdes
My Commission CC633620
Expires March 27 2001

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent contained in the foregoing Articles of Incorporation.



Georgina Valdes