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FILED
99 JAN 22 AM 8:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

January 19, 1999

Dear Sir/Madam,

800002751628--7
-01/22/99--01078--020
****122.50 *****78.75

Enclosed please find the following:

1. Original and one copy of the Articles of Incorporation for EM Food Pro, Inc.
2. Check No. 418 in the amount of \$ 122.50

If you have any questions, please feel free to contact me at (561)337-1400.

Sincerely,

Blonshteyn

Maks Blonshteyn

MB TRUCKING INC.
2400 SE MIDPORT ROAD, Suite 200
PORT ST. LUCIE
FL 34952
PHONE (561) 337-3200
FAX (561) 337-0200

Jerry Hazelwood GAVE
AUTHORIZATION BY PHONE TO
CORRECT *LA Sagatua*
DATE *1-28-99*
DOC. EXAM *CB*

CB
1-27-99
3

ARTICLES OF INCORPORATION
OF

EM Food Pro, Inc.

FILED
99 JAN 22 AM 8:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation shall be EM Food Pro, Inc.

ARTICLE II

PURPOSE

This corporation is organized for the purpose of engaging or transacting any or all activity of business permitted under the laws of the United States and of this State.

ARTICLE III

DURATION

This corporation shall have perpetual existence.

ARTICLE IV

CAPITOL STOCK

This corporation is authorized to issue -1000- shares of \$1.00 par value common stock. Each shareholder in this corporation shall have preemptive rights regarding the issuance of additional shares of stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 2400 SE Midport Road, Suite 200, Port St. Lucie, FL 34952

The name of the initial agent of this corporation at is: Maks Blonshteyn
2400 SE Midport Road, Suite 200, Pt. St. Lucie, FL 34952

The principal Office and the registered office are the same. I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Name

Maks Blonshteyn

ARTICLE VI
DIRECTORS

This corporation shall have _____ directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one(1).

The names and addresses of the initial Directors of this corporation are:

Yevgeniy Shliuko

Mark Muchnik

Maks Blonshteyn

Elya Kievsky

ARTICLE VII
INCORPORATORS

The name and address of the incorporator signing these articles is: Maks Blonshteyn

2400 SE Midport Road, Suite 200

Port St. Lucie, FL 34952

ARTICLE VIII
AMENDMENT

These Articles of Incorporation may be amended by a majority vote of the outstanding shares of the corporation entitled to vote, or by an amendment signed by all the stockholders of the corporation. IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 19 day of January 1999.

Maks Blonshteyn

Name

INCORPORATOR / REGISTERED AGENT

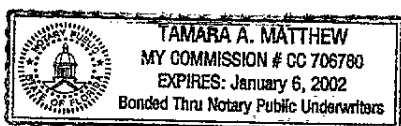
STATE OF FLORIDA

COUNTY OF ST. LUCIE

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Maks Blonshteyn *, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed said Articles of Incorporation.

* FLO # 5452-540-60-139-0

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 19th day of January 1999.



Tamara A. Matthew

Print Name

Notary-Public

State of Florida at Large

My commission expires:

(NOTARIAL SEAL)

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TAMARA A. MATTHEW
NOTARY OF STATE
FLORIDA