

P.99000032958

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Food Brokers of
South Florida, Inc.

500002835525--8

-04/12/99-01009-019

*****78.75 *****78.75

RECEIVED

99 APR 12 AM 9:32

Signature _____

Requested By: AS

4/12/99

8:39

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

Art of Inc. File _____

LTD Partnership File _____

Foreign Corp. File _____

L.C. File _____

Fictitious Name File _____

Trade/Service Mark _____

Merger File _____

Art. of Amend. File _____

RA Resignation _____

Dissolution / Withdrawal _____

Annual Report / Reinstatement _____

Cert. Copy _____

Photo Copy _____

Certificate of Good Standing _____

Certificate of Status _____

Certificate of Fictitious Name _____

Corp Record Search _____

Officer Search _____

Fictitious Search _____

Fictitious Owner Search _____

Vehicle Search _____

Driving Record _____

UCC 1 or 3 File _____

UCC 11 Search _____

UCC 11 Retrieval _____

Courier _____

99 APR 12 AM 10:59

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 APR 12 AM 10:59

ARTICLES OF INCORPORATION
OF
FOOD BROKERS OF SOUTH FLORIDA, INC.

The undersigned, acting as Incorporators of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I. NAME AND CORPORATION'S PRINCIPAL OFFICE AND MAIN ADDRESS

The name of this corporation is:

FOOD BROKERS OF SOUTH FLORIDA, INC.

The mailing address of the corporation is:

1270 N.W. 165th Street
Miami, Florida 33169

ARTICLE II. DURATION

The period of its duration is perpetual.

ARTICLE III. PURPOSE

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV. CAPITAL STOCK

The corporation is authorized to issue ONE THOUSAND (1,000) shares, all of one class, at \$1.00 par value.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent and office of this corporation is as follows:

Marie A. Davidson, Esq.
1450 Madruga Avenue, Suite 202
Coral Gables, Florida 33146

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by law, but shall never be less than one (1).

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

Arleen Christodoulou
1270 NW 165th Street
Miami, Florida 33169

Felix Williams
1270 NW 165th Street
Miami, Florida 33169

ARTICLE VII. INCORPORATORS

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

Arleen Christodoulou
1270 NW 165th Street
Miami, Florida 33169

ARTICLE VIII. AMENDMENT OF ARTICLES

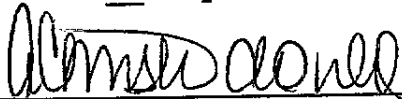
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE IX. CONFLICT OF INTEREST

No contract between this corporation and another corporation or another individual shall be invalidated by reason of the fact that one or more of the officers or directors of this corporation are officers or directors of the said other corporation, or by reason of the fact that one or more of the officers or

directors of this corporation may be the other individual or individuals contracting with this corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 29th day of March, 1999.


ARLEEN CHRISTODOULOU

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared Arleen Christodoulou, to me known to be the person who executed the foregoing Articles of Incorporation, and she acknowledged to and before me that she executed the instrument in her capacity as Incorporator.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 29 day of March, 1999.


NOTARY PUBLIC
State of Florida at Large

My Commission Expires:



ESPERANZA ESCOBEDO
My Commission CC532702
Expires Mar. 22, 2000

ACKNOWLEDGEMENT OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

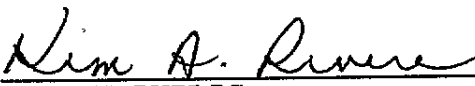
REGISTERED AGENT


MARIE A. DAVIDSON, ESQ.

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared MARIE A. DAVIDSON, ESQ., to me known to be the person who executed the foregoing Acknowledgement of Registered Agent, and she acknowledged to and before me that she executed this acknowledgement in her capacity as Registered Agent.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 31 day of March, 1999.


NOTARY PUBLIC
State of Florida at Large

My Commission Expires:

