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April 15, 1999

Florida Department of State  
Division of Corporations  
Qualification/Registration Section  
P.O. Box 6327  
Tallahassee, Florida 32314

600002843536--4  
-04/19/99-01053--005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: Articles of Incorporation of Paradise Products, Inc.  
Our File No. 3114-2

Dear Sir or Madam:

Enclosed for filing are an original and one copy of the executed Articles of Incorporation of Paradise Products, Inc. (the "Corporation") together with a check in the amount of \$78.75 payable to the Florida Department of State to cover filing fees, the designation of the Corporation's registered agent, and the return of a certified copy of the Corporation's Articles of Incorporation.

If you have any questions, please do not hesitate to call me. Thank you for your attention to this matter.

Very truly yours,

  
Gary A. Forster

GAF/pf  
Enclosures

FILED  
99 APR 19 AM 9:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
PARADISE PRODUCTS, INC.**

**THE UNDERSIGNED**, acting as sole incorporator of **PARADISE PRODUCTS, INC.** under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

**ARTICLE I  
NAME**

The name of the corporation is **PARADISE PRODUCTS, INC.**

**ARTICLE II  
SHARES**

The total authorized capital stock of the Corporation shall be one million (1,000,000) shares of common stock, of which one thousand (1000) shares shall be voting common stock, One Cent (\$.01) par value per share, and nine thousand (9000) shares shall be non-voting common stock, One Cent (\$.01) par value per share. All shares of the Corporation's common stock shall have the same rights and preferences as all other shares of the Corporation's common stock except with regard to voting rights. With respect to voting rights, each share of the voting common stock shall be entitled to vote on all matters submitted to the shareholders of the Corporation, and each share of the non-voting common stock shall not be entitled to vote on any matter except that the approval of a majority of the shares of non-voting common stock shall be required before the Corporation may amend these Articles to authorize any additional shares of stock.

**ARTICLE III  
PRINCIPAL OFFICE**

The address of the Principal Office of the corporation is 1581 Warrington Street, Winter Springs, Florida 32708. The location of the Principal Office shall be subject to change as may be provided in bylaws duly adopted by the Corporation.

**ARTICLE IV  
MAILING ADDRESS**

The mailing address of the corporation is 1581 Warrington Street, Winter Springs, Florida 32708.

**FILED**  
99 APR 19 AM 9:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

The address of the initial Registered Office of the corporation is 280 W. Canton Avenue, Suite 410, Winter Park, Florida 32790, and the initial Registered Agent at such address is Gary A. Forster, Esq.

**ARTICLE VI**  
**INITIAL BOARD OF DIRECTORS**

The number of Directors constituting the initial Board of Directors of the corporation is two (2). The number of Directors may be increased or decreased from time to time, but in no event shall the number of Directors be less than one (1). The name and address of the persons who are to serve as the initial Directors until the first annual meeting of the shareholders of the corporation or until successor Directors are elected and shall qualify is as follows:

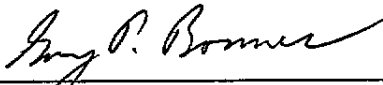
Gary P. Bonner	1581 Warrington Street Winter Springs, Florida 32708
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Leslie B. Bonner	1581 Warrington Street Winter Springs, Florida 32708
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**ARTICLE VII**  
**INCORPORATOR**

The name and address of the sole incorporator of the corporation is Gary P. Bonner, 1581 Warrington Street, Winter Springs, Florida 32708.

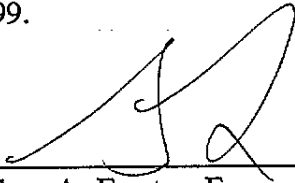
IN WITNESS WHEREOF, these Articles have been signed by the undersigned incorporator this 31<sup>st</sup> day of March, 1999.

  
\_\_\_\_\_  
Gary P. Bonner, Incorporator

**ACCEPTANCE OF APPOINTMENT  
BY INITIAL REGISTERED AGENT**

**THE UNDERSIGNED**, an individual resident of the State of Florida, having been named in Article V of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the corporation.

DATED, this 31st day of March, 1999.

  
\_\_\_\_\_  
Gary A. Forster, Esq.

**FILED**  
99 APR 19 AM 9:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA