



THE UNITED STATES
CORPORATION
COMPANY

P99800044621

ACCOUNT NO. : 072100000032

REFERENCE : 242142 82301A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : May 17, 1999

ORDER TIME : 11:15 AM

ORDER NO. : 242142-005

CUSTOMER NO: 82301A

CUSTOMER: Jeffrey L. Kossis, Esq
JEFFREY L. KOSSIS, ESQ
JEFFREY L. KOSSIS, ESQ
Suite 100
701 East Commercial Boulevard
Fort Lauderdale, FL 33334

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DOMESTIC FILING

NAME: WEINSTEIN'S SPECIALTY FOODS,
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: Jeanine Reynolds

EXAMINER'S INITIALS:

FILED
99 MAY 17 PM 1:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 MAY 17 PM 12:13
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

5-17
WS

ARTICLES OF INCORPORATION
OF
WEINSTEIN'S SPECIALTY FOODS, INC.

ARTICLE I

NAME:

The name of the corporation is:

WEINSTEIN'S SPECIALTY FOODS, INC.

ARTICLE II

DURATION:

This corporation shall have perpetual existence.

ARTICLE III

PURPOSE:

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

CAPITAL STOCK:

This corporation is authorized to issue ONE THOUSAND (1,000) shares of ONE DOLLAR (\$1.00) par value common stock.

ARTICLE V

VOTING RIGHTS:

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

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ARTICLE VI

PREEMPTIVE RIGHTS:

In accordance with Section 607.0630, Florida Statutes, the corporation elects to have preemptive rights.

ARTICLE VII

INITIAL PRINCIPAL OFFICE:

The street address of the initial principal office and the mailing address of the corporation is:

1412 N.W. 93rd Terrace
Coral Springs, Florida 33071

ARTICLE VIII

REGISTERED AGENT:

The street address of the corporation's initial registered office and the name of its initial registered agent at that office are:

Name: David Weinstein

Street address: 1412 N.W. 93rd Terrace
Coral Springs, Florida 33071

ARTICLE IX

INCORPORATOR:

The name and address of the incorporator signing these Articles of Incorporation is:

David Weinstein
1412 N.W. 93rd Terrace
Coral Springs, Florida 33071

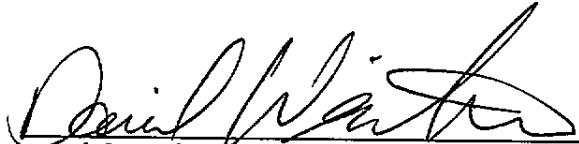
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 12 day of May, 1999.



David Weinstein, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for Weinstein's Specialty Foods, Inc. at the place designated in these Articles of Incorporation, David Weinstein agrees to act in this capacity, and he further agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties as Registered Agent.


David Weinstein

Date: May 12, 1999

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA