

P 99 0000 50253

Nicholas T. Schroeder
Attorney at Law
4010-D Newberry Road
Gainesville, Florida 32607

352-376-8118

May 25, 1999

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

EFFECTIVE DATE
6-1-99

800002889218--2
-05/28/99--01035--013
*****70.00 *****70.00

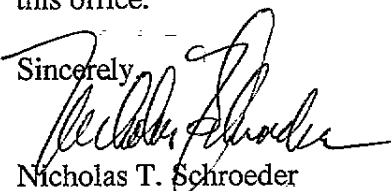
Re: Incorporation of BB & BB FOOD VENTURES, INC.

Enclosed are the following:

1. Articles of Incorporation of BB & BB FOOD VENTURES, INC.
2. Designation of Resident Agent and Acceptance
3. My Trust Account Check in the Amount of \$70.00

Please file the Articles of Incorporation and return a certificate of incorporation to this office.

Sincerely,


Nicholas T. Schroeder

Enclosures (3)

FILED
99 MAY 28 AM 7:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESSEY JUN 4 1999

ARTICLES OF INCORPORATION
OF
BB & BB FOOD VENTURES, INC.

FILED
99 JUN 28 AM 7:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned incorporator, hereby make, subscribe, acknowledge and file with the Secretary of State of Florida, these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida, Chapter 607.

EFFECTIVE DATE
6-1-99

ARTICLE I

Name

The name of the corporation shall be BB & BB FOOD VENTURES, INC.

ARTICLE II

Nature of Business

The nature of the business to be transacted by this corporation is:

To engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE III

Capital Stock

The total number of shares of capital stock authorized to be issued by the corporation shall be one thousand (1000) shares having no par value common. All stock when issued shall be non-assessable.

ARTICLE IV

Capital to Begin Business

The amount of capital with which this corporation will begin business will be Five Hundred and 00/100 Dollars (\$500.00).

ARTICLE V

Existence of Corporation

This corporation shall have perpetual existence.

ARTICLE VI

Beginning of Corporate Existence

The date corporate existence shall begin shall be June 1, 1999.

ARTICLE VII

Management by Stockholders

The business of this corporation shall be managed by its stockholders rather than a Board of Directors. In the management of the business of the corporation, the act of the stockholders representing a majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall be the act of the stockholders. Each stockholder shall be entitled to vote in person or by proxy, for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the stockholders for the management of the corporation.

ARTICLE VIII

Principal Office

The initial street address of the principal office of this corporation shall be 115 S. Temple Avenue, Starke, FL 32091. The mailing address is P.O. Box 2246, High Springs, FL 32655.

ARTICLE IX

Subscriber

The name and address of the subscriber to these Articles of Incorporation is:

D. HOLTON BROWNING, III
P.O. Box 2246
High Springs, FL 32655

ARTICLE X

Registered Agent and Office

The name and address of the Registered Agent and Registered Office to accept service of process within the State is:

D. HOLTON BROWNING, III
210 NE 5th Avenue
High Springs, FL 32643

ARTICLE XI

Amendments

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a Stockholders meeting by a majority of the stock entitled to vote.

IN WITNESS WHEREOF, the undersigned, has executed these Articles of Incorporation for the uses and purposes therein stated this 25th day of May, 1999.

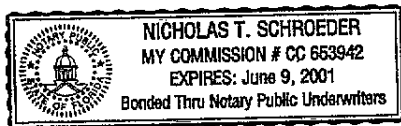

D. HOLTON BROWNING, III

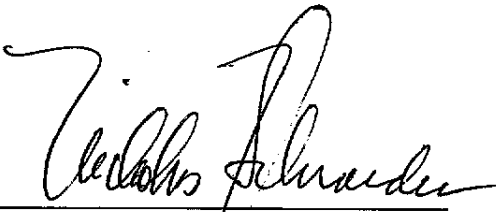
STATE OF FLORIDA

COUNTY OF ALACHUA

Personally appeared before me, the undersigned authority, D. HOLTON BROWNING, III, being well known and did take an oath, acknowledged before me that he is party to the foregoing Articles of Incorporation, and further acknowledges the Articles of Incorporation to be his free act and deed as the Signer thereof, and that the facts stated therein are true.

WITNESS, my hand and official seal at Gainesville, Florida, this 25th day of May, 1999.





Notary Public
My commission expires:

FILED


99 MAY 28 AM 7: 29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:
BB & BB FOOD VENTURES, INC., desiring to organize or qualify under the
laws of the State of Florida, with its principal place of business at 115 S. Temple Avenue
Starke, FL 32091, Mailing Address P.O. Box 2246, High Springs, FL 32655

has named D. HOLTON BROWNING, III, located at 210 NE 5th Avenue, High
Springs, Florida, 32643, as its agent to accept service of process within Florida.


D. HOLTON BROWNING, III,
President
Date: 5-25-1999

Having been named to accept service of process for the above stated corporation,
at the place designated in this certificate, I hereby agree to act in this capacity, and I
further agree to comply with the provisions of all statutes relative to the proper and
complete performance of my duties.


D. HOLTON BROWNING, III
Registered Agent
Date: 5-25-1999