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Florida Department of State  
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To: Division of Corporations  
Fax Number : (850) 922-4001

From: Account Name : JOHN L. TOMLINSON  
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SECRETARY OF STATE  
KATHERINE HARRIS  
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

THG Pasta, Inc.

Certificate of Status	0
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JOHN L. TOMLINSON CPA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## Articles of Incorporation

### ARTICLE I - NAME

The name of this corporation is THG Pasta, Inc.

### ARTICLE II - PRINCIPAL OFFICE

The street address of the initial principal office of this corporation is 500 NW 62<sup>nd</sup> Street, Ste 455, Fort Lauderdale, FL 33309.

### ARTICLE III - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

### ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all-lawful business.

### ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock which shall be designated "Common Shares".

### ARTICLE VI - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at a price at which it is offered to others.

### ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 500 NW 62<sup>nd</sup> Street, Ste 455, Fort Lauderdale, FL 33309 and the name of the initial registered agent of this corporation at this address is John L. Tomlinson.

### ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have 2 directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the by-laws. The names and addresses of the of the initial Board of Directors of this corporation are

<u>Name</u>	<u>Address</u>
Michael Grau	1340 South Ocean Blvd, Apt. 1502 Pompano Beach, FL 33062
Oktay Piyale	1340 South Ocean Blvd, Apt. 1502 Pompano Beach, FL 33062

Prepared by John L. Tomlinson, CPA  
500 NW 62<sup>nd</sup> Street, Ste 455  
Fort Lauderdale, FL 33309

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ARTICLE IX - INCORPORATORS

The name and address of each person signing these Articles is:

<u>Name</u>	<u>Address</u>
John L. Tomlinson	500 NW 62 <sup>nd</sup> Street, Ste 455 Fort Lauderdale, FL 33309

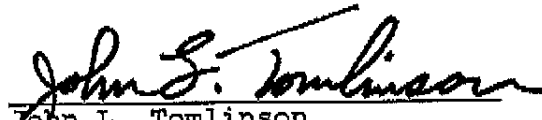
ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of Incorporation this 11th day of October 1999.

  
John L. Tomlinson

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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 607.034, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED

FIRST THAT THG Pasta, Inc. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF FT. LAUDERDALE, STATE OF FLORIDA, HAS NAMED John L. Tomlinson 500 NW 62<sup>nd</sup> Street, Ste 455, Fort Lauderdale, FL 33309 AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE

John L. Tomlinson  
Corporate Officer

TITLE

Secretary

DATE

10/11/99

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

SIGNATURE

John L. Tomlinson  
(Resident Agent)

DATE

10/11/99

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TALLAHASSEE, FLORIDA

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