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

From: Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
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## FLORIDA PROFIT CORPORATION OR P.A.

VENBRAS GOURMET DISTRIBUTORS INC.

Certificate of Status	0
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**FLORIDA DEPARTMENT OF STATE**  
Katherine Harris  
Secretary of State

November 12, 1999

FAS-T

SUBJECT: VENBRAS GOURMET DISTRIBUTORS INC.  
REF: W99000026140

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FAX Aud. #: H99000028869  
Letter Number: 899A00054609

ARTICLES OF INCORPORATION  
OF

VENBRAS GOURMET DISTRIBUTORS INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be:

VENBRAS GOURMET DISTRIBUTORS INC.

The principal place of business of this corporation shall be: 1120 PARK VIEW LN. LARGO FL. 33770

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: 1,000 SHARES \$1.00 PAR VALUE

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

MARTIN CORRALES 30% OF THE SHARES 1120 PARK VIEW LN. LARGO FL. 33770

RICARDO SCHULZ 10% OF SHARES 1120 PARK VIEW LN. LARGO FL. 33770

ABRAHAM CHUMACEIRO 25% OF THE SHARES 1120 PARK VIEW LN. LARGO FL. 33770

ALEJANDRO CHUMACEIRO 20% OF THE SHARES 1120 PARK VIEW LN. LARGO FL. 33770

EDUARDO CHUMACEIRO 15% OF THE SHARES 1120 PARK VIEW LN. LARGO FL. 33770

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ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

MARTIN CORRALES 1120 PARK VIEW LN. LARGO FL. 33770

IN WITNESS WHEREOF, the undersigned incorporator(s)  
has (have) executed these Articles of Incorporation  
this, 9TH day of NOVEMBER 1999

Signature(s) of Incorporator(s)

  
\_\_\_\_\_  
Martin Corrales  
\_\_\_\_\_  
\_\_\_\_\_

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

VENBRAS GOURMET DISTRIBUTORS INC.

2. The name and address of the registered agent and office is:

MARTIN CORRALES 1120 PARK VIEW LN.

(P.O. BOX NOT ACCEPTABLE)

LARGO FL. 33770

(CITY/STATE/ZIP)

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SIGNATURE 

TITLE General Manager

DATE Nov/09/1999

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE 

DATE 11/09/99