

P99000102603

OCT 18 1999

SEC OF STATE OF FLORIDA
DEPT OF CORPORATIOINS
TALLAHASSEE FLA

PLEASE ACCEPT MY CHECK FOR \$78.25 TO FILE CORP CARNIVAL GA RIBBEAN
GOURMET FOODS CO.

THANK YOU



ENRIQUE LANGTON
835 NE 92 ST
MIAMI SHORES, FLA 33138

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*****78.25 *****78.25

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA





FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 22, 1999

ENRIQUE LANGTON
835 N.E. 92 ST.
MIAMI SHORES, FL 33138

SUBJECT: CARNIVAL CARIBBEAN GOURMET FOODS LTD
Ref. Number: W99000024367

We have received your document for CARNIVAL CARIBBEAN GOURMET FOODS LTD and your check(s) totaling \$78.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

If you are going to use the word LTD in your Corporate Name please spell Limited out or remove it.

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6930.

Carolyn Batten
Document Specialist

Letter Number: 599A00050874

ARTICLES OF INCORPORATION
OF
CARNIVAL CARIBBEAN GOURMET FOODS CO.

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Article I - Name

The name of this corporation is
CARNIVAL CARIBBEAN GOURMET FOODS CO.

Article II - Duration

This corporation shall commence on the date of filing
and acknowledgment of these Articles.

Article III - Purpose

This corporation is organized for the purpose of
transacting any and all lawful business, including the power:

- a) To have perpetual succession by its corporate name.
- b) To sue and be sued, complain and defend in its
corporate name in all actions or proceedings.
- c) To have a corporate seal, which may be altered at
pleasure, and to use the same by causing it, or a facsimile
thereof, to be impressed, affixed, or in any other manner
reproduced.
- d) To purchase, take, receive, lease, or otherwise
acquire, own, hold, improve, use and otherwise deal in and with
real or personal property or any interest therein, wherever
situated.
- e) To sell, convey, mortgage, pledge, create a security
interest in, lease, exchange, transfer, and otherwise dispose of
all or any part of its property and assets.
- f) To lend money to, and use its credit to assist, its
officers and employees in accordance with Florida Statute 607.141.
- g) To purchase, take, receive, subscribe for, or
otherwise acquire, own, hold, vote, use, employ, sell, mortgage,
lend, pledge, or otherwise dispose of, and otherwise use and deal
in and with, shares or other interests in, or obligations of,

other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

h) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income.

i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by law within or without this state.

k) To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

l) To make and alter bylaws, not inconsistent with these Articles of Incorporation or with the laws of Florida, for the administration and regulation of the affairs of the corporation.

m) To make donations for the public welfare or for charitable, scientific, or educational purposes.

n) To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.

o) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officer, and employees and for any or all of the directors, officers, and employees of its subsidiaries.

p) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise.

q) To have and exercise all powers necessary or convenient to effect its purposes.

Article IV - Capital Stock

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 100 shares of common stock with par value of \$5.00 per share. The consideration to be paid for each share shall be fixed by the Board of Directors. The whole or any part of the capital stock of the said Corporation shall be payable in lawful money of the United States of America or property, labor or services at a just valuation to be fixed by the Board of Directors. Property or labor may also be purchased with the capital stock at such valuation as shall be fixed by the Board of Directors.

Article V - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 835 N.E. 92 STREET MIAMI SHORES FL 33138 and the name of the initial registered agent of this corporation at that address is ENRIQUE LANGTON

Article VII - Initial Board of Directors

This corporation shall have ONE director(s) initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name(s) and address(es) of the initial director(s) of this

corporation is/are:

ENRIQUE LANGTON
835 NE 92 ST
MIAMI SHORES FL 33138

Article VIII - Incorporator

The name and address of the person signing these

Articles is:

ENRIQUE LANGTON
835 N.E. 92 ST
MIAMI SHORES FL 33138

Article IX - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

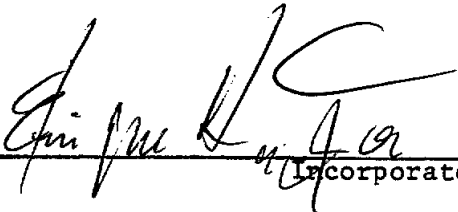
Article X - Indemnification

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 provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 18th day of OCTOBER, 1999.



Incorporator

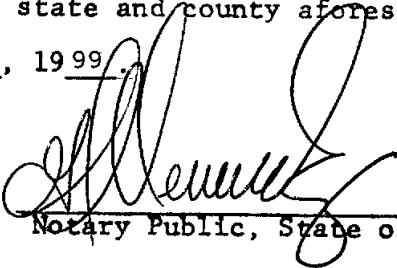
Registered Agent

STATE OF FLORIDA

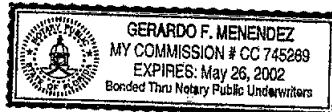
COUNTY OF DADE

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared ENRIQUE LANGTON known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and HE acknowledged before me that HE executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid this 18th day of OCTOBER, 1999.


Notary Public, State of Florida

My Commission expires:



to the fla dept of state
dept of corporations

I HEREBY AM FAMILIAR WITH & ACCEPT THE DUTIES & RESPONSIBILITIES
OF A REGISTERED AGENT :

I ADVISE THAT I AM THE REGISTERED AGENT OF THE CORPORATION TO BE KNOWN
AS CARNIVAL CARIBBEAN GOURMET FOODS CO.

Enrique Langton
ENRIQUE LANGTON
835 N.E. 92 STREET
MIAMI SHORES, FLA 33138

TEL # 305 652 4315

nov 14 1999

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SECRETARY OF STATE
TALLAHASSEE FLORIDA
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