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

EFFECTIVE DATE
01/01/00

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

FILED
99 DEC 21 AM 8:54
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

PAULA FOODS & OLIVE OILS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$78.75

EFFECTIVE DATE
01/01/00ARTICLES OF INCORPORATION OF
PAULA FOODS & OLIVE OILS, INC.

The undersigned incorporator for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of this corporation is PAULA FOODS & OLIVE OILS, INC.

ARTICLE II DURATION

This corporation shall have perpetual existence commencing on January 1, 2000.

ARTICLE III PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1755 NE 148th Street
Miami, FL 33181

ARTICLE IV SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 shares of \$1.00 per value common stock

ARTICLE V INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time in accordance with by-laws adopted by the stockholders. The names and addresses of the initial board of directors are:

NAME	ADDRESS
Helio Rafael Dubroca President, Secretary	1755 NE 148 th Street Miami, FL 33181

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TALLAHASSEE, FLORIDA

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Helio Rafael Dubroca
1755 NE 148th Street
Miami, FL 33181

ARTICLE VII INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Helio Rafael Dubroca
1755 NE 148th Street
Miami, FL 33181

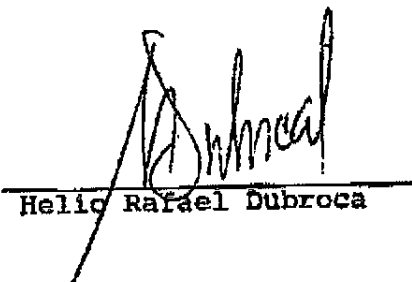


Helio Rafael Dubroca

December 16th 1999
Date

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Helio Rafael Dubroca

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