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DEPT-01 RECORDING \$25.50
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#7614 # DC #-94-546505
COOK COUNTY RECORDER

State of Illinois Office of The Secretary of State

Whereas,

ARTICLES OF INCORPORATION OF
CERMAC PRODUCE #2, INC.

INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN
FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE
BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, George H. Ryan, Secretary of State of the State of
Illinois, by virtue of the powers vested in me by law, do hereby issue
this certificate and attach hereto a copy of the Application of the
aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be
affixed the Great Seal of the State of Illinois,
at the City of Springfield, this 20TH
day of JUNE A.D. 19 96 and of
the Independence of the United States the two
hundred and 20TH



George H Ryan

Secretary of State

\$25.50
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Form **BCA-2.10** ARTICLES OF INCORPORATION

(Rev. Jan. 1991)
 George H. Ryan
 Secretary of State
 Department of Business Services
 Springfield, IL 62756

Payment must be made by certified check, cashier's check, Illinois attorney's check, Illinois C.P.A.'s check or money order, payable to "Secretary of State."

This space for use by Secretary of State

FILED

JUN 20 1996

GEORGE H. RYAN
SECRETARY OF STATE

SUBMIT IN DUPLICATE!

This space for use by Secretary of State

Date 6-20-96

Franchise Tax \$ 25.00

Filing Fee \$ 75.00

Approved: 100.00

1. CORPORATE NAME: CERMAK PRODUCE #2, INC.

(The corporate name must contain the word "corporation", "company," "incorporated," "limited" or an abbreviation thereof.)

2. Initial Registered Agent:

| | | |
|-------------------------------|-------------------------------|--------------------------|
| Bill | George | Stotis |
| <small>First Name</small> | <small>Middle Initial</small> | <small>Last name</small> |
| <u>311 South Wacker Drive</u> | | <u>Suite 2675</u> |
| <small>Number</small> | <small>Street</small> | <small>Suite #</small> |
| <u>Chicago</u> | <u>IL</u> | <u>Cook</u> |
| <small>City</small> | <small>Zip Code</small> | <small>County</small> |

Initial Registered Office:

3. Purpose or purposes for which the corporation is organized.
 (If not sufficient space to cover this point, add one or more sheets of this size.)

The transaction of any and all lawful purposes for which corporations may be incorporated under the Illinois Business Corporation Act of 1983.

4. Paragraph 1: Authorized Shares, Issued Shares and Consideration Received:

| Class | Par Value per Share | Number of Shares Authorized | Number of Shares Proposed to be Issued | Consideration to be Received Therefor |
|---------------|---------------------|-----------------------------|--|---------------------------------------|
| <u>Common</u> | <u>\$ NPV</u> | <u>100,000</u> | <u>1,000</u> | <u>\$ 1,000.00</u> |
| | | | | TOTAL = \$ 1,000.00 |

Paragraph 2: The preferences, qualifications, limitations, restrictions and special or relative rights in respect of the shares of each class are:
 (If not sufficient space to cover this point, add one or more sheets of this size.)

All of the issued shares of each class shall be subject to one or more restrictions on transfer set forth in Article 2A of the Business Corporation Act, restrictions shall be uniform within each class. **SUBCHAPTER S TRANSFERS:** By this kind of restriction a transfer of shares may be prohibited if such would cause the corporation to lose its status as an electing small business corporation under Subchapter S of the Internal Revenue Code.

(over)

50-20-05

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5. OPTIONAL: (a) Number of directors constituting the initial board of directors of the corporation: _____
(b) Names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualify:

| Name | Residential Address | City, State, ZIP |
|-------|---------------------|------------------|
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |

6. OPTIONAL: (a) It is estimated that the value of all property to be owned by the corporation for the following year wherever located will be: \$ _____
(b) It is estimated that the value of the property to be located within the State of Illinois during the following year will be: \$ _____
(c) It is estimated that the gross amount of business that will be transacted by the corporation during the following year will be: \$ _____
(d) It is estimated that the gross amount of business that will be transacted from places of business in the State of Illinois during the following year will be: \$ _____

7. OPTIONAL: OTHER PROVISIONS
Attach a separate sheet of this size for any other provision to be included in the Articles of Incorporation, e.g. authorizing preemptive rights, denying cumulative voting, regulating internal affairs, voting majority requirements, fixing a duration other than perpetual, etc.

8. NAME(S) & ADDRESS(ES) OF INCORPORATOR(S)

The undersigned incorporator(s) hereby declare(s) under penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true.

Dated June 3, 19 96.

| Signature and Name | Address |
|--|---|
| 1. <u><i>[Signature]</i></u> Signature: _____ (Type or Print Name) <u>James Bousis</u> | 1. <u>3604 West Grand Avenue</u> Street: _____ <u>Chicago, Illinois 60651</u> City/Town State Zip Code |
| 2. <u><i>[Signature]</i></u> Signature: _____ (Type or Print Name) <u>Pantelis Tzotzolis</u> | 2. <u>1926 West Pratt</u> Street: _____ <u>Skokie, Illinois 60076</u> City/Town State Zip Code |
| 3. _____ Signature: _____ (Type or Print Name) _____ | 3. _____ Street: _____ City/Town State Zip Code |

(Signatures must be in ink on original document. Carbon copy, photocopy or rubber stamp signatures may only be used on conformed copies.)
NOTE: If a corporation acts as incorporator, the name of the corporation and the state of incorporation shall be shown and the execution shall be by its president or vice president and verified by him, and attested by its secretary or assistant secretary.

FEE SCHEDULE

- The initial franchise tax is assessed at the rate of 15/100 of 1 percent (\$1.50 per \$1,000) on the paid-in capital represented in this state, with a minimum of \$25.
- The filing fee is \$75.
- The minimum total due (franchise tax + filing fee) is \$100.
(Applies when the Consideration to be Received as set forth in Item 4 does not exceed \$16,667)
- The Department of Business Services in Springfield will provide assistance in calculating the total fees if necessary.

Illinois Secretary of State Springfield, IL 62756
Department of Business Services Telephone (217) 782-9522
782-9523