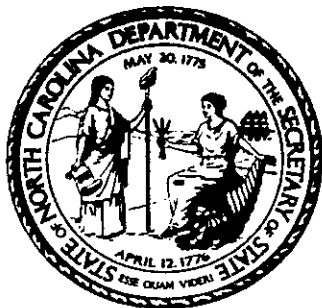




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State of North Carolina

Department
of the
Secretary of State

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To all to whom these presents shall come, Greeting:

I, Thad Eure, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached (4 sheets) to be a true copy of

ARTICLES OF INCORPORATION

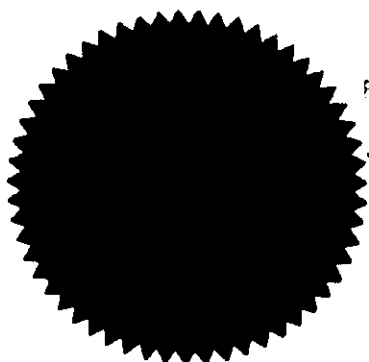
OF

H & G FOOD COMPANY, INC.

and the probates thereon, the original of which was filed in this office on the 20th day of April 1988, after having been found to conform to law.

In Witness Whereof, I have hereunto set my hand and affixed my official seal.

Done in Office, at Raleigh, this 20th day of April in the year of our Lord 1988.



FILED
BOOK 91 PAGE 44
JUN 13 2 02 PM '88
NORTH CAROLINA
REGISTER OF DEEDS
DURHAM COUNTY, NC

Thad Eure
Secretary of State

1657P2430

4/200

ARTICLES OF INCORPORATION OF

H & G FOOD COMPANY, INC.

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We, the undersigned, being natural persons more than eighteen (18) years of age, for the purpose of forming a business corporation under the laws of the State of North Carolina, as contained in Chapter 55 of the General Statutes of North Carolina, entitled "Business Corporation Act," and the several amendments thereto, do hereby set forth Articles of Incorporation as follows:

RECORDED 5-27-35
FILED
1935 JUNE
SECRETARY OF STATE
NORTH CAROLINA

1. The name of the corporation is H & G Food Company, Inc.
2. The period of duration of the Corporation shall be unlimited.
3. The purposes for which this corporation is organized are:

A. To deal in and with food products in any manner whatsoever, including but not limited to, purchasing, processing, distribution and sale at wholesale or retail of any and all kinds of food products.

B. To purchase, to receive by way of gift, subscribe for, invest in, and in all other ways acquire, import, lease, possess, maintain, handle on consignment, own, hold for investment or otherwise use, enjoy, exercise, operate, manage, conduct, perform, make, borrow, guarantee, contract in respect of, trade and deal in, sell, exchange, let, lend, export, mortgage, pledge, deed in trust, hypothcate, encumber, transfer, assign, and in all other ways dispose of, design, develop, invest, improve, equip, repair, alter, fabricate, assemble, build, construct, operate, manufacture, plant, cultivate, produce, market, and in all other ways (whether like or unlike any of the foregoing) deal in and with property of every kind and character, real, personal or mixed, tangible, or intangible, wherever situated and however held, including, but not limited to, money, credits, choses in action, notes, commercial paper and other obligations and evidences of interest in or indebtedness of any person, firm or corporation, foreign or domestic, or of any government or subdivision or agent thereof, documents of title, and accompanying rights, and every other kind and character of personal property, including the right to purchase securities and borrow on margin, real

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property (improved or unimproved), and the products and avails thereof, and every character of interest therein and appurtenance thereto, including, but not limited to, mineral, oil, gas, and water rights, all or any part of any going business and its incidents, franchises, subsidies, charters, concessions, grants, rights, powers or privileges, granted or conferred by any government or subdivision or agency thereof, and any interest in or part of any of the foregoing, and to exercise in respect thereof all of the rights, powers, privileges, and immunities of individual owners or holders thereof.

C. To hire and employ agents, servants, and employees, and to enter into agreements of employment and collective bargaining agreements, and to act as agent, contractor, trustee, factor or otherwise, either alone or in company with others.

D. To promote or aid in any manner, financially or otherwise, any person, firm, association, or corporation, and to guarantee contracts and other obligations.

E. To let concessions to others to do any of the things that this corporation is empowered to do, and to enter into, make, perform, and carry out, contracts and arrangements of every kind and character with any person, firm, association, or corporation, or any government or authority or subdivision or agency thereof.

F. To carry on any business whatsoever that this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or that it may deem calculated, directly or indirectly, to improve the interests of this corporation, and to do all things specified in Chapter 55 of the General Statute of the State of North Carolina, and to have and to exercise all powers conferred by the laws of the State of North Carolina on corporations formed under the laws pursuant to which and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be amended, and to do any and all things hereinabove set forth to the same extent and as fully as natural persons might or could do, either alone or in connection with other persons, firms, associations, or corporations, and in any part of the world.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, shall be liberally construed in aid of the powers of this corporation, and the powers and purposes stated in each clause shall, except where otherwise stated, be in nowise limited or restricted by any term or provision of any other clause, and shall be regarded

not only as independent purposes, but the purposes and powers stated shall be construed distributively as each object expressed, and the enumeration as to specific powers shall not be construed as to limit in any manner the aforesaid general powers, but are in furtherance of, and in addition to and not in limitation of said general powers.

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4. The aggregate number of shares which the corporation shall have authority to issue is 100,000 shares, divided into one class. The designation of each class, number of shares of each class, series, if any, within each class, the par value, if any, of each share in each class, or statement that the shares of any class are without par value, is as follows:

<u>CLASS</u>	<u>NUMBER OF SHARES</u>	<u>PAR VALUE PER SHARE</u>
Common	100,000	\$1.00

The preferences, limitations, and relative rights in respect to the shares of each class are as follows: None.

5. The minimum amount of consideration for its shares to be received by the corporation before it shall commence business is \$100.00

6. The name and address of the initial registered agent is Charles Ray Heilig, 1140 Delano Street, Durham, North Carolina 27703, Durham County, which is the address of the initial registered office.

7. The number of directors constituting the initial Board of Directors shall be two and the names and addresses of the persons who are to serve as Directors until the first meeting of shareholders or until their successors are elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
Charles R. Heilig	1140 Delano Street Durham, North Carolina 27703
Ernest G. Golding	1641 Guilford Drive Winston-Salem, North Carolina 27127

8. The name and address of the incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
Charles R. Heilig	1140 Delano Street Durham, North Carolina 22703

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Ernest G. Golding

1641 Guilford Drive
Winston-Salem, North Carolina 27127

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9. In addition to the general powers granted corporations under the laws of the State of North Carolina, the corporation shall have full power and authority to do any other act necessary to prosecute the principal business of the corporation or related thereof.

IN WITNESS WHEREOF, CHARLES R. HEILIG and ERNEST G. GOLDING, have hereunto set their hands and seals, this the 11th day of April, 1988.

Charles R. Heilig
CHARLES R. HEILIG

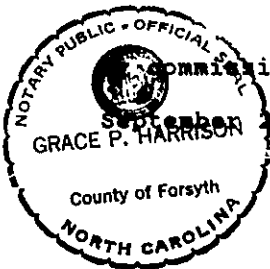
Ernest G. Golding
ERNEST G. GOLDING

NORTH CAROLINA)
)
FORSYTH COUNTY)

This is to certify that on the 11th day of April, 1988, before me, a Notary Public, personally appeared CHARLES R. HEILIG and ERNEST G. GOLDING, who I am satisfied are the persons named in and who executed the foregoing Articles of Incorporation, and I having first made known to them the contents thereof, they did acknowledge that they signed and delivered the same as their voluntary act and deed for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, this the 11th day of April, 1988.

Grace P. Harrison
Notary Public



Commission expires:

September 28, 1990

PRESENTED FOR
REGISTRATION
AND RECORDED

DEC 28 11 50 AM '88

L.E. SPEAS
REGISTER OF DEEDS
FORSYTH CO., N.C.

JB-#13.00

1657P2434