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ACCOUNT NO. : 072100000032

REFERENCE : 560547 9861A

AUTHORIZATION : *Patricia Pizutto*

COST LIMIT : \$ 70.00

ORDER DATE : January 21, 2000

ORDER TIME : 9:07 AM

ORDER NO. : 560547-005

CUSTOMER NO: 9861A

800003107648--4

CUSTOMER: Jeffrey Tomassetti, Esq
A. JEFFREY TOMASSETTI, ESQ
A. JEFFREY TOMASSETTI, ESQ
P. O. Box 1443

Fernandina Beac, FL 32035-1443

DOMESTIC FILING

NAME: AARK RETAIL GROUP, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 24 PM 12:04
RECEIVED
00 JAN 24 AM 10:34
DEPT. OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
[Signature]

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JAN 24 PM 12: 04

ARTICLES OF INCORPORATION
OF
AARK RETAIL GROUP, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

AARK RETAIL GROUP, INC.

The address of the principal office of this corporation shall be 118 Centre Street, Fernandina Beach, Florida 32034, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in 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 maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

R. Nicholas Kroker Pres.	118 Centre Street Fernandina Beach, Florida 32034
Debra Sue Aaron Sec./Treas.	118 Centre Street Fernandina Beach, Florida 32034

ARTICLE VIII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE IX. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company on January 24, 2000.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap
Its Incorporator, Laura R. Dunlap

ACG/agl

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JAN 24 PM 12:04

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

A. Jeffrey Tomassetti an individual residing in
this state having a business office identical with the
registered office of the corporation named below, and
having been designated as the Registered Agent in the above
and foregoing Articles of Incorporation of

AARK RETAIL GROUP, INC.

is familiar with and accepts the obligations of the
position of Registered Agent under Section 607.0505,
Florida Statutes.

By: C. O. Tomassetti
Typed name: A. Jeffrey Tomassetti