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February 29, 2000

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

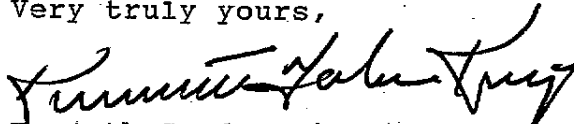
Re: Articles of Incorporation: NAPLES NUT HOUSE, INC.

Office of Sandra B. Mortham,

Enclosed for filing and registration as a Florida corporation, please find the Articles of Incorporation, Acceptance of Registered Agent and \$122.50 filing fee.

Kindly record same and forward your receipt and certification to the attention of the undersigned. Your attention and assistance are appreciated.

Very truly yours,


Kenneth Gordon King

Encls.
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ARTICLES OF INCORPORATION
OF
NAPLES NUT HOUSE, Inc.

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Article I. Name and initial Address.

The name of the Corporation is: **NAPLES NUT HOUSE, INC.**
with its initial business address being: **875 22nd. St. NE**
Naples, Florida 34120

Article II. Duration.

The Corporation shall exist perpetually commencing on the date of execution and acknowledgement of these Articles.

Article III. Purpose.

This corporation is organized for the purpose of transacting any and all lawful business as determined by its Director(s).

Article IV. Capital Stock.

This corporation is authorized to issue One Thousand One (1,001) shares of capital stock, initially valued at One and no/100 dollars (\$1.00) per share of common stock.

Article V. Rights of Shares of Capital Stock.

Section 1. Dividends

The corporate Director(s) may declare and pay dividends upon the common shares according to their discretion and valuations.

Section 2. Rights upon Liquidation

In the event of any dissolution or involuntary liquidation, dissolution, sale or other winding up of this Corporation, and after payment or satisfaction of all valid corporate debts, the remaining assets of the corporation shall be payable to and distributed ratably among the shareholders of record of common stock.

Section 3. Voting Rights

Pursuant to 607.0704, Fla. Stats., or as otherwise provided at law, the entire voting power for the election of directors, designation of officers, determination of corporate policy and for any and all other acts and purposes of the corporation shall be vested exclusively in the holders of outstanding common shares, at the rate of one vote per share.

Section 4. Issuance of Capital Stock

Upon majority vote of the shareholders, the Corporation is authorized to issue, dispose of, transfer and increase the issue of capital stock within its treasury or among its shareholders as provided herein and to annually determine the par value of all shares.

Article VI. Preemptive Rights

Every shareholder, upon the sale or issue of additional stock or other transaction affecting the allocation of shares, shall have the right to purchase his/her pro rata share thereof at all times, as nearly as may be done without issuance of fractional shares, at the price at which it is offered or issued to others.

Article VII. Designation of Registered Agent and Registered Office.

The initial Registered Agent of the Corporation shall be: Robin Carson
and the initial registered mailing address for such purposes shall be:
875 22nd St. NE, Naples, Florida 34120

Article VIII. Initial Board of Directors.

The Corporation shall have as many directors as shall be determined by majority vote of the shareholders or by the By-Laws, but not less than one. The names and addresses of the initial director(s) of the Corporation, with corresponding initial pro-rata allocation of shares of common stock, are as follows:

ROBIN CARSON (501 shares)
875 22nd St. NE
Naples, Florida 34120

TREASURY STOCK (500 shares Reserved)

Article IX. Incorporators.

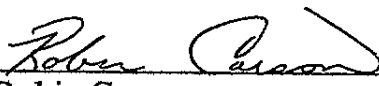
The name(s) and addresses of the person(s) establishing and signing these Articles in their capacity as incorporators of the Corporation are as follows:

ROBIN CARSON
875 22nd. St. NE
Naples, Florida 34120

Article X. Amendment.

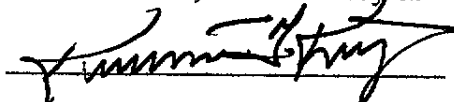
This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment thereto, by express majority vote of the shareholders.

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation this 28th day of February, 2000.


Robin Carson, Corporate President

STATE OF FLORIDA
COUNTY OF COLLIER

Before me a Notary Public authorized to take acknowledgements in this state, personally appeared the above named Robin Carson, who known to me or producing a Florida driver's license identifying same as the person(s) executing the foregoing, acknowledged that signing as a free act and deed in execution thereof, this 28th day of February, 2000.


My Commission Expires:



Kenneth G King
My Commission CC636772
Expires April 08, 2001

ACCEPTANCE BY REGISTERED AGENT

I, Robin Carson, designated Registered Agent for said
corporation, NAPLES NUT HOUSE, INC. acknowledge
that I am familiar with and accept the duties and responsibilities as Registered Agent
therefor.

Dated: February 28, 2000



Robin Carson
875 22nd. St. NE
Naples, FL 34120

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TALLAHASSEE, FLORIDA