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MAHEN SANGHRAJKA
1551 S.E. PALM COURT
STUART, FL 34994

00 JUN 22 AM 11:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 19, 2000

200003301322--6
-06/22/00-01074-013
*****78.75 *****78.75

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation
Nuts "O" Nuts, Inc.

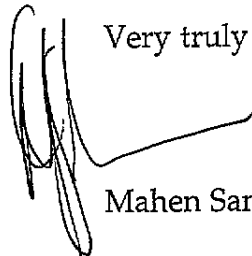
Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation of the above corporation and a check in the amount of \$78.75 (\$35.00-filing fee, \$35.00-Registered Agent Designation, and \$8.75-certified copy). Upon filing, please return a certified copy of the Articles to me.

From: MAHEN SANGHRAJKA
1551 S.E. PALM COURT
STUART, FL 34994

Thank you in advance for your attention to this matter.

Very truly yours,



Mahen Sanghrajka

Enclosures

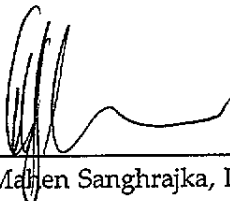
Rw 6/22/00

ARTICLES OF INCORPORATION
OF
NUTS "O" NUTS, INC.

FILED
00 JUN 22 AM 11:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of this Corporation is NUTS "O" NUTS, INC. (the "Corporation").
2. The street address of the initial principal office of the Corporation is 1551 S.E. Palm Court, Stuart, FL 34994; the mailing address of the initial principal office of the Corporation is 1551 S.E. Palm Court, Stuart, FL 34994.
3. The Corporation shall have the authority to issue 100,000 shares of Common Stock, par value \$.01 per share.
4. The name and street address of the initial registered agent of the Corporation is Mahen Sanghrajka, 1551 S.E. Palm Court, Stuart, FL 34994.
5. The name and address of the incorporator are Mahen Sanghrajka, 1551 S.E. Palm Court, Stuart, FL 34994.

Dated: June 19, 2000.



Mahen Sanghrajka, Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED
00 JUN 22 AM 11:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OF THE FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is NUTS "O" NUTS, INC.
2. The name and address of the registered agent and office is

Mahen Sanghrajka
1551 S.E. Palm Court
Stuart, FL 34994

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.

Dated: June 19, 2000.



Mahen Sanghrajka, Registered Agent