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ACCOUNT NO. : 072100000032

REFERENCE : 096809 5884A

AUTHORIZATION :

Patricia Pignato

COST LIMIT : \$ 78.75

01 MAR 29 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ORDER DATE : March 29, 2001

ORDER TIME : 1:28 PM

ORDER NO. : 096809-005

100003930121--2

CUSTOMER NO: 5884A

CUSTOMER: Alan Francis Ruf, Esq
Alan Francis Ruf, Esq

International Bldg., Ph E
2455 East Sunrise Boulevard
Fort Lauderdale, FL 33304

DOMESTIC FILING

NAME: PISTACHE PANACHE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
____ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis - EXT. 1165

EXAMINER'S INITIALS:

PH 3/29/01

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01 MAR 29 PM 2:24
DIVISION OF CORPORATION

FILED

ARTICLES OF INCORPORATION

01 MAR 29 PM 2:08

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PISTACHE PANACHE, INC.

The undersigned, acting as Incorporator of **PISTACHE PANACHE, INC.** (the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME AND PRINCIPAL OFFICE

The name of the Corporation is **PISTACHE PANACHE, INC.**, and the street address of the initial principal office of the Corporation is 724 N.W. 22nd Street, Wilton Manors, Florida 33311.

ARTICLE II

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue One Thousand (1,000) shares of No Par Value Common Stock.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 2455 East Sunrise Boulevard, International Building, Penthouse East, Fort Lauderdale, Florida 33304, and the name of the initial Registered Agent of the Corporation at that address is Alan Francis Ruf, Esq.

ARTICLE V

TERM OF EXISTENCE

This Corporation shall exist perpetually.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one (1) Director to hold office until the first Annual Meeting of Shareholders and his successor(s) shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The name and address of the initial Director of the Corporation is:

Name

Address

GARY D. KALLMAYER

724 N.W. 22nd Street
Wilton Manors, FL 33311

ARTICLE VII

OFFICERS

The names 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:

Name/Office

Address

GARY D. KALLMAYER
President

724 N.W. 22nd Street
Wilton Manors, FL 33311

DAVID ACOSTA
Secretary/Treasurer

724 N.W. 22nd Street
Wilton Manors, FL 33311

ARTICLE VIII

INCORPORATOR

The name and address of the Incorporator is Alan Francis Ruf, Esquire, Law Offices of Alan Francis Ruf, 2455 East Sunrise Boulevard, Penthouse East, Fort Lauderdale, Florida 33304.

IN WITNESS WHEREOF, the undersigned Incorporator has hereunto set his hand and seal on this 28 day of March, 2001.

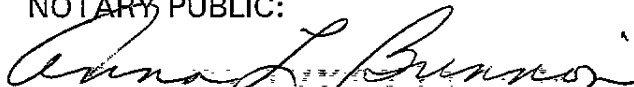

GARY D. KALLMAYER

STATE OF FLORIDA
COUNTY OF BROWARD

Before me, the undersigned authority, personally appeared GARY D. KALLMAYER, who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, at Broward County, State of Florida, this 28 day of March, 2001.

NOTARY PUBLIC:



Print: ANNA L. BRINNON
STATE OF FLORIDA AT LARGE

MY COMMISSION EXPIRES:



Anna L. Brinnon
MY COMMISSION # CC850788 EXPIRES
August 9, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

FILED

01 MAR 29 PM 2:08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for **PISTACHE PANACHE, INC.**, at the place designated in the foregoing Articles of Incorporation, the undersigned hereby accepts the appointment as Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of the Florida Business Corporation Act relating to the proper and complete performance of my duties, and the undersigned is familiar with and accepts the obligations of my position as Registered Agent.

Dated: March 28th, 2001.



ALAN FRANCIS RUF