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ANDREW M. CHANSEN

ATTORNEY-AT-LAW
125 CRAWFORD BLVD.
BOCA RATON, FL 33432

FILED
01 OCT 15 PM 3:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Telephone: 561.368.9800
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September 21, 2001

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

000004635930--3
-10/15/01--01028--010
***122.50 ***78.75

RE: THE NPC FOOD COMPANY, INC.

Dear Sirs:

EFFECTIVE DATE
10-8-01

Enclosed are the original and one (1) copy of the Articles of Incorporation and Designation of Registered Agent concerning the above-referenced matter.

Also enclosed is a check # for \$122.50 to cover the filing fee.

Please return a certified copy of the Articles of Incorporation and Designation of Registered Agent to this office.

Thank you for your courtesies in this matter.

Cordially,


ANDREW M. CHANSEN

AMC:kvg
Enclosure

Andrew M. Chansen **GAVE**
AUTHORIZATION BY PHONE TO
CORRECT effect. date
DATE 10-19-01
BOG. BIAN WPC

10-19-01
WPC

ARTICLES OF INCORPORATION
OF
THE NPC FOOD COMPANY, INC.

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SECRETARY OF STATE
TALLAHASSEE, FL 32310

ARTICLE I - NAME

The name of the corporation is:

THE NPC FOOD COMPANY, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful
business.

EXPIRES DATE
10-8-01

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of \$1.00 par value common
stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any new stock of this corporation of the
same kind, class or series as that which he already holds, shall have the right to purchase his
pro rata share (as nearly as may be done without issuance of fractional shares) at the price at
which it is offered to others.

ARTICLE VI - INITIAL OFFICE AND AGENT

The street address of the initial principal office of this corporation is: c/o Larry
Winger, 2200 N.W. 2nd Avenue, Suite #206, Boca Raton, FL 33431 and the name of the initial
Registered Agent of this corporation is: 2200 N.W. 2nd Avenue, Suite #206, Boca Raton, FL
33431.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The name and address of the initial Board of Directors of this corporation is:

Larry Winger
2200 N.W. 2nd Avenue
Suite #206
Boca Raton, FL 33431

ARTICLE VIII - INCORPORATION

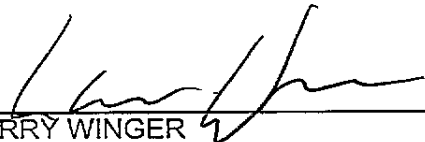
The name and address of the person signing these Articles is:

Larry Winger
2200 N.W. 2nd Avenue
Suite #206
Boca Raton, FL 33431

ARTICLE IX - COMMENCEMENT OF CORPORATE EXISTENCE

Corporate existence shall commence on the date of Subscription and -Acknowledgment of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 8th day of October, 2001.

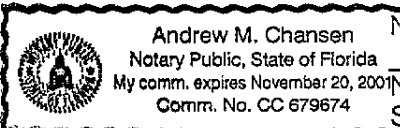


LARRY WINGER

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 8th day of October, 2001, by Larry Winger, who is personally known to me and who did take an oath.


Andrew M. Chansen
Notary Public, State of Florida
My comm. expires November 20, 2001
Comm. No. CC 679674

NOTARY PUBLIC

Notary's Printed Name

Serial #

My Commission Expires:

INDICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHO PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is
submitted, in compliance with said Act:

First -- That THE NPC FOOD COMPANY, INC., desiring to organize
under the laws of the State of Florida with its principal office, as indicated in the Articles
of Incorporation at City of Boca Raton, FL, County of Palm Beach, State of Florida, has
named Larry Winger, 2200 N.W. 2nd Avenue, Boca Raton, FL, as its agent to accept
service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATING AGENT)

Having been named to accept service of process for the above stated
corporation, at place designated in this certificate, I hereby accept to act in this capacity,
and agree to comply with the provision of said Act relative to keeping open said office.

By: 
LARRY WINGER

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SECRETARY OF STATE
TALLAHASSEE, FL 32399