

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P01000117272

Buckle Foot Services, Inc.

FILED

01 DEC 11 PM 1:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

RECEIVED
01 DEC 11 AM 11:10
DIVISION OF CERTIFICATION

Signature _____

Requested by: SK

Name _____ Date 12/11/01 Time 10:43

Walk-In _____ Will Pick Up _____

J. BRYAN DEC 11 2001

**ARTICLES OF INCORPORATION
OF
BUCKLEE FOOD SERVICES INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following articles of incorporation for such corporation:

ARTICLE I. NAME AND ADDRESS: The name and address of the corporation is: BUCKLEE FOOD SERVICES INC., 116 - 118 Madison Avenue, Daytona Beach, Florida 32114.

ARTICLE II. TERM OF EXISTENCE: The period of its duration is perpetual.

ARTICLE III. GENERAL NATURE OF BUSINESS: The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV. CAPITAL STOCK: The corporation shall have authority to issue 100 shares, Common Stock, at \$1.00 par value.

ARTICLE V. INITIAL REGISTERED AGENT AND OFFICE: The

address of the initial registered office is: 116 - 118
Madison Avenue, Daytona Beach, Florida 32114, and the
name of the initial registered agent at said address is:
MICHAEL J. DENNIS.

ARTICLE VI. MANAGEMENT BY SHAREHOLDERS: The
business of this corporation shall be managed by its
shareholders rather than by a Board of Directors. The
shareholders reserve unto themselves the power to adopt,
alter, amend, or repeal the by-laws of this corporation.
In the management of the business of the corporation, the
act of the shareholders representing a majority of the
outstanding shares of the corporation entitled to vote,
represented in person or by proxy, shall be the act of
the shareholders. Each shareholder shall be entitled to
one vote in person or by proxy, for each share of voting
stock held by him. A majority of the outstanding shares
of the corporation entitled to vote, represented in
person, or by proxy, shall constitute a quorum at any
meeting of the shareholders for the management of the
business of the corporation.

ARTICLE VII. INCORPORATORS: The name and address of

the incorporator is: MICHAEL J. DENNIS
116-118 Madison Avenue
Daytona Beach, Florida 32114

ARTICLE VIII. AMENDMENT: These Articles of Incorporation may be amended in the manner provided by law and approved by the shareholders by a majority of the stock entitled to vote thereon, unless all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 10th day of December, 2001.



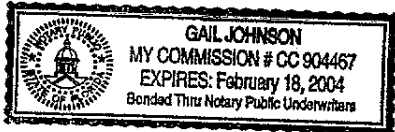
Incorporator

STATE OF FLORIDA

COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 10th day of December, 2001 by MICHAEL J. DENNIS, who is personally known to me or who has produced Florida Driver's License as identification.

NOTARY PUBLIC:



Gail Johnson

State of Florida at Large

The undersigned, having been named to accept service of process for the above stated corporation, at the place designated in Article V of the Articles of Incorporation, hereby accepts such designation and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open said office.

Michael J. Dennis

MICHAEL J. DENNIS

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