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ACCOUNT NO. : 072100000032

REFERENCE : 770692 7114209

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : October 4, 2002

ORDER TIME : 10:23 AM

ORDER NO. : 770692-005

CUSTOMER NO: 7114209

CUSTOMER: Rehan N. Khawaja, Esq
Rehan N. Khawaja, Esq.

817 North Main Street

Jacksonville, FL 32202

DOMESTIC FILING

NAME: FOSTER'S ON THE AVENUE, INC.

EFFECTIVE DATE:

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-10/04/02--01052--005

*****70.00 *****70.00

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Ginger Simmons - EXT. 1139

EXAMINER'S INITIALS: _____

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 OCT -4 PM 1:18

RECEIVED
02 OCT -4 AM 11:45

F. OESSER OCT - 4

ARTICLES OF INCORPORATION
OF
FOSTER'S ON THE AVENUE, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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ARTICLE I - NAME & ADDRESS OF THE CORPORATION

The name of the corporation shall be:

FOSTER'S ON THE AVENUE, INC.

The address of the principal office of this corporation shall be 1676 Highland View Court, Orange Park, Florida 32003, and the mailing address shall be the same.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 600 shares of common stock having \$1.00 par value per share.

ARTICLE IV - ADDRESS OF PRINCIPAL OFFICE
AND INITIAL REGISTERED AGENT

The street address of the initial principal office of the corporation shall be 1676 Highland View Court, Orange Park, Florida 32003, and the name of the initial registered agent of the corporation is F. Waldo Foster.

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - OFFICERS AND DIRECTORS

This corporation shall have three directors, initially. The name and street address of the initial directors who shall hold office for the first year of the corporation, or until their successors are elected or appointed is:

JANET L. FOSTER
1676 Highland View Court
Orange Park, Florida 32003

Director/President

MARY R. FOSTER
1676 Highland View Court
Orange Park, Florida 32003

Director/Vice President

F. WALDO FOSTER
1676 Highland View Court
Orange Park, Florida 32003

Director/Secretary/Treasurer

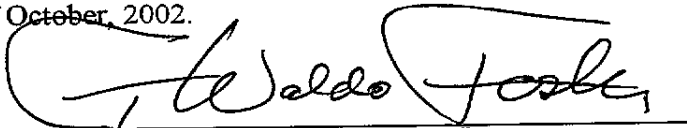
ARTICLE VII - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: F. Waldo Foster, 1676 Highland View Court, Orange Park, Florida 32003.

ARTICLE VIII - PREEMPTIVE RIGHTS

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

IN WITNESS WHEREOF, the undersigned, **F. WALDO FOSTER**, has hereunto set
his hand and seal on this 3rd day of October, 2002.

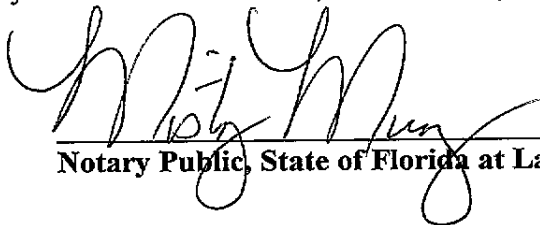


F. WALDO FOSTER

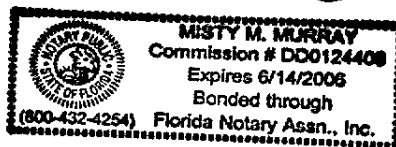
**STATE OF FLORIDA
COUNTY OF DUVAL**

BEFORE ME, the undersigned authority, personally appeared **F. WALDO FOSTER**, to
me known to be the individual described in and who executed the foregoing Articles of
Incorporation, and acknowledged before me that he executed the same for the purpose therein
expressed. I relied upon the following form(s) of identification of the above named person:
Florida Drivers License No.: F-236-259-22-301-0

WITNESS my hand and seal in the county and state named above, this 3rd day of
October, 2002.



Notary Public, State of Florida at Large



**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

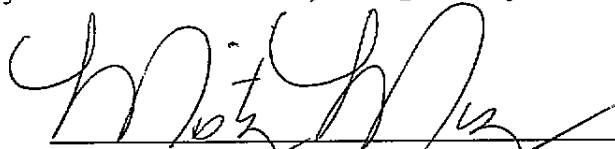
F. WALDO FOSTER, having a business office at 1676 Highland View Court, Orange Park, Florida 32003, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


F. WALDO FOSTER

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, the undersigned authority, personally appeared F. WALDO FOSTER to me well known to be the individual described in and who executed the foregoing instrument, and acknowledged before me that he executed the same for the purpose therein expressed. I relied upon the following form(s) of identification of the above named person: Florida Drivers License No.: F-236-259-22-301-0.

WITNESS my hand and seal in the county and state named above, this 3rd day of October, 2002.


Notary Public, State of Florida at Large



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