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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

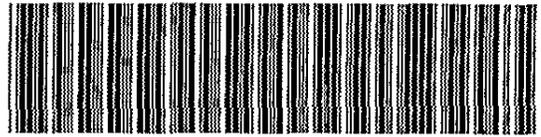
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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06/05/03--01055--004 **78.75

FILED
03 JUN -5 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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11725 COLLIER BLVD.
SUITE F
NAPLES, FLORIDA 34116
FAX: 239-353-1348
PHONE: 239-353-1800

May 30, 2003

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

Re: Spuds-N-Suds, Inc.

Dear Sir/Madam:

With regard to the above-referenced new corporation, please find enclosed the following:

1. Articles of Incorporation to be filed.
2. Designation of Registered Agent.
3. Check in the amount of \$78.75 representing the following:

(a)	Certified copy	\$ 8.75
(b)	Filing fee	<u>70.00</u>
		\$78.75
4. Self-addressed stamped envelope for return.

Please file the original, certify the copy and return same to this office. Thank you.

Sincerely yours,

A handwritten signature in black ink, appearing to read "Lisa Renee Smith".

Lisa Renee Smith
Legal Assistant to Louis S. Erickson

/lrs
Enclosures

ARTICLES OF INCORPORATION
OF
SPUDS-N-SUDS, INC.

The undersigned subscriber, a natural person competent to contract, hereby presents these Articles of Incorporation for the formation of a corporation under the laws of the State of Florida.

ARTICLE ONE
NAME

The name of this corporation is: SPUDS-N-SUDS, INC., with the principal office at: 328 Bradstrom Circle, E-201, Naples, Florida 34113.

ARTICLE TWO
DURATION

The duration of this corporation shall be perpetual.

ARTICLE THREE
PURPOSE

The purpose of this corporation is the transaction of any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE FOUR
STOCK

The corporation shall have authority to issue 10 shares of common stock consisting of one class only. The stock shall have a par value of \$1.00 per share.

ARTICLE FIVE
SUBSCRIBER

The name and street address of the subscriber of the initial issue of stock under these Articles of Incorporation is: Chris Nucera, 328 Bradstrom Circle, E-201, Naples, Florida 34113.

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**ARTICLE SIX
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the registered office shall be 11725 Collier Blvd., Suite F, Naples, Florida 34116, and the initial registered agent at such address shall be Louis S. Erickson.

**ARTICLE SEVEN
MANAGEMENT**

The corporation shall be managed by the shareholders of the corporation instead of a Board of Directors.

**ARTICLE EIGHT
INCORPORATOR**

The name and address of the Incorporator: Chris Nucera, 328 Bradstrom Circle, E-201, Naples, Florida 34113.

**ARTICLE NINE
AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided by law.

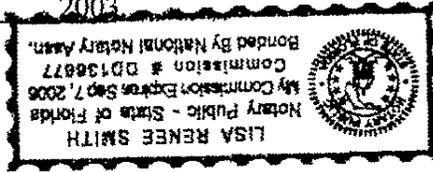
IN WITNESS WHEREOF, the undersigned has made and subscribed the foregoing Articles of Incorporation on this 28th day of MAY, 2003, in Naples, Collier County, Florida.


Chris Nucera
Incorporator

STATE OF FLORIDA
COUNTY OF COLLIER

I HEREBY CERTIFY, that on this day, personally appeared before me, an officer duly authorized to take acknowledgements, CHRIS NUCERA, to me personally known or who identified himself with a Florida Driver's License, and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same.

WITNESS MY HAND and official seal in the County and State aforesaid, on this 28th day of May, 2003



Lisa Renee Smith
Notary Public

DESIGNATION OF REGISTERED AGENT

In accordance with Chapter 48.091, F.S., the following is submitted in compliance with said Act:

The incorporator of SPUDS-N-SUDS, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation, hereby designates Louis S. Erickson, Esquire, 11725 Collier Blvd., Naples, Florida 34116, to be the registered agent to accept service of process within the state.

Chris Nucera
Chris Nucera
Incorporator

ACCEPTANCE

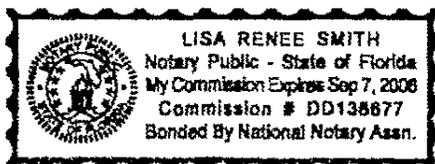
Having been named Registered Agent to accept service of process for the above stated corporation at the place designated, I hereby accept to act in this capacity and agree to comply with the provision of Florida Statute relative to keeping open said office.

Louis S. Erickson
Louis S. Erickson

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 28th day of May, 2003, by LOUIS S. ERICKSON, who is personally known to me and who did not take an oath.



Lisa Renee Smith
Notary Public