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(Requestor's Name)

(Address)

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(Business Entity Name)

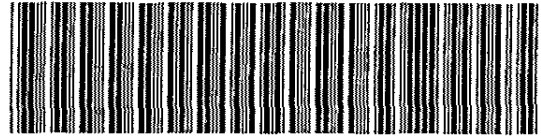
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Certified Copies _____

Certificates of Status _____

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09/21/04--01028--009 **78.75

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
04 SEP 20 PM 2:00

my 9/21

BRUCE A. HOCHSTETLER

ATTORNEY AT LAW
318 SILVER BEACH AVENUE, SECOND FLOOR
DAYTONA BEACH, FLORIDA 32118-4837

September 17, 2004

BARS ADMITTED:
OHIO
FLORIDA

GENERAL PRACTICE OF LAW
(386) 252-2640
FAX: (386) 253-7802

Department of State
Division of Corporations
Corporate Records Bureau
P. O. Box 6327
Tallahassee, Florida 32301

Re: BARAFINO'S STUFFED BREADS, INC.

Dear Sir/Madam:

Enclosed are the original and one copy of Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$78.75 is enclosed which represents the following fees:

Filing fee	\$35.00
Certified copy	8.75
Registered Agent fee	\$35.00

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned. Thank you for your cooperation in this matter.

Sincerely yours,


BRUCE A. HOCHSTETLER

BAH:ad
Enclosure

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

04 SEP 20 PM 2:00

BARAFINO'S STUFFED BREADS, INC.

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

ARTICLE I: NAME

The name of the corporation shall be:

BARAFINO'S STUFFED BREADS, INC.

The principal place of business of this corporation shall be:

4417 Silver Willow Court
Orlando, Florida 32835

ARTICLE II: NATURE OF BUSINESS

This corporation may engage or transact in any of 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 Ten Thousand (10,000) shares of common stock, having a one cent (\$0.01) par value.

ARTICLE IV: REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 4417 Silver Willow Court, Orlando, Florida 32835, and the name of the initial registered agent of the

corporation at that address is BARRY W. DRAGO.

ARTICLE V: TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VI: PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash 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 thereof at the price for which it is offered to others.

ARTICLE VII: SPECIAL PROVISION

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VIII: DIRECTORS

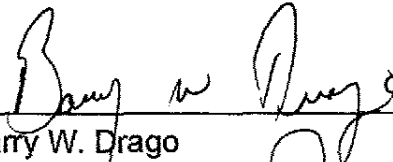
This corporation shall have two directors initially. The name and address of the initial members of the Board of Directors is: Barry W. Drago and Barbara A. Drago, 4417 Silver Willow Court, Orlando, Florida 32835.


ARTICLE IX: INCORPORATION

The name and street address of the incorporator to these Articles of Incorporation is:

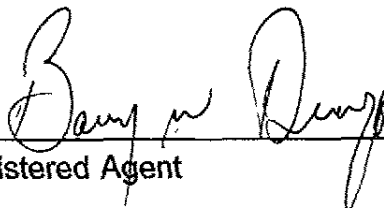
Barry W. Drago and Barbara A. Drago, 4417 Silver Willow Court, Orlando, Florida 32835.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 16th day of September, 2004.


Barry W. Drago


Barbara A. Drago

Having been named as registered agent for the above stated corporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties obligations of Florida Statutes §607.0505.


Registered Agent

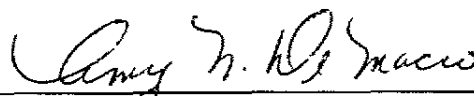
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
04 SEP 20 PM 2:00

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority, personally appeared Barry W. Drago (well known to me) (showed ID _____) as the persons described in and who executed the foregoing instrument and acknowledged to and before me that he executed said instrument in the capacity and for the purposes therein expressed.

WITNESS my hand and official seal this 16th day of September, 2004 in the County of Volusia and State of Florida above written.

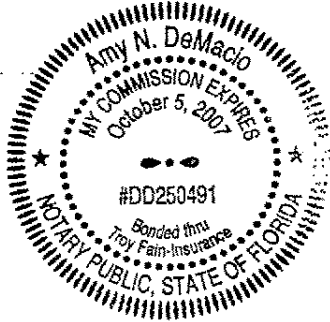



NOTARY PUBLIC

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority, personally appeared Barbara A. Drago (well known to me) (showed ID _____) as the persons described in and who executed the foregoing instrument and acknowledged to and before me that he executed said instrument in the capacity and for the purposes therein expressed.

WITNESS my hand and official seal this 16th day of September, 2004 in the County and State first above written.



Amy N. DeMazio
NOTARY PUBLIC