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From:

Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
Account Number : 075350000353
Phone : (212) 431-5000
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FLORIDA PROFIT CORPORATION OR P.A.

LaFrese Distributing Inc.

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ARTICLES OF INCORPORATION

OF

LaFrese Distributing Inc.

The undersigned sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is: **LaFrese Distributing Inc.**
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed is to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is **1,000** common shares at no par value and of one class.
5. The principal address and mailing address of the corporation will be **23328 Red Robin Place, Bradenton, Florida 34202**
6. The address of the initial registered office will be **23328 Red Robin Place, Bradenton, Florida 34202** and the name of its registered agent at such address is: **Scott LaFrese**
7. The number of directors constituting the initial board of directors is one and the name and address of the person who is to serve as director thereof is as follows:

Scott LaFrese
23328 Red Robin Place
Bradenton, Florida 34202

8. The name and address of the sole incorporator is:
Jean M. Sherett
c/o BlumbergExcelsior Corporate Services, Inc.
62 White Street, New York, New York 10013

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this Corporation has executed these Articles of Incorporation.

Dated this **18th** day of July, 2005.


Jean M. Sherett
Incorporator

BlumbergExcelsior Corporate Services, Inc.
62 White Street
New York, New York 10013

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ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered Agent of *LaFrese Distributing Inc.*, the within named corporation.

Dated: July *18th*, 2005

By:

Scott LaFrese
Scott LaFrese

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BlumbergExcelsior Corporate Services, Inc.
62 White Street, New York, N.Y. 10013
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