

**Electronic Articles of Incorporation
For**

P06000112553
FILED
August 29, 2006
Sec. Of State
shawkes

PHILIPPE'S BROTHERS & WHOLESALE INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

PHILIPPE'S BROTHERS & WHOLESALE INC.

Article II

The principal place of business address:

1475 N.E.142ND STREET
NORTH MIAMI, FL. US 33161

The mailing address of the corporation is:

1475 N.E.142ND STREET
NORTH MIAMI, FL. US 33161

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

2000 SHARES AT .01 PAR VALUE

Article V

The name and Florida street address of the registered agent is:

ERLA PHILIPPE
1475 N.E.142ND STREET
NORTH MIAMI, FL. 33161

I certify that I am familiar with and accept the responsibilities of registered agent.

P06000112553
FILED
August 29, 2006
Sec. Of State
shawkes

Registered Agent Signature: ERLA PHILIPPE

Article VI

The name and address of the incorporator is:

KERRY WALSH
173 N. MAIN STREET
SUITE 400
SAYVILLE, NY 11782

Incorporator Signature: KERRY WALSH

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PD
ERLA PHILIPPE
1475 N.E.142ND STREET
NORTH MIAMI, FL. 33161 US

Title: VPD
EBERLE PHILIPPE
1475 N.E.142ND STREET
N.MIAMI, FL. 33161 US

Title: T
ERLA PHILIPPE
1475 N.E.142ND STREET
N.MIAMI, FL. 33161 US

Title: S
BHURLYN PHILIPPE
1475 N.E.142ND STREET
N.MIAMI, FL. 33161 US