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April 28, 1995

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Division of Corporations
Department of State
The Capital
Tallahassee, FL 32304

Re: Filing Articles of Incorporation for FLORIDA POPCORN PARLOR, INC.

Ladies and Gentlemen:

I have enclosed the Articles of Incorporation of FLORIDA POPCORN PARLOR, INC. and my check in the amount of \$122.50 to cover the costs of filing as follows:

Filing fee	\$35.00
Certified Copy	52.50
Registered Agent	<u>35.00</u>
TOTAL	<u>\$122.50</u>

Please file these articles and send a certified copy to my office at your earliest opportunity.

Very truly yours,



Eugene E. Rhodes, Jr.

EER/efg
Enclosures

cc: James J. Barvinek and Margaret A. Barvinek

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DIVISION OF CORPORATIONS
SEP 11 1995
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directors.

B. The corporation shall have two initially. The number of directors may be increased or decreased from time to time in accordance with the bylaws of the corporation. The names and street addresses of the initial directors of the corporation are:

MARGARET A. BARVINEK
626 Cole Drive
Port Orange, FL 32127

JAMES J. BARVINEK
626 Cole Drive
Port Orange, FL 32127

Article VII. Purpose

The purpose of this corporation is to own and operate a retail business selling popcorn and related products.

Article VIII. Duration

The corporation shall have perpetual existence.

Article IX. Indemnification

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

Article X. Bylaw Amendment

The power to adopt, alter, amend or repeal bylaws of the corporation shall be vested in the board of directors and the shareholders provided that such amendment be in compliance with the laws of Florida governing corporations.

Article XI. Amendment

The corporation may amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

SECRET
DIVISION
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IN WITNESS WHEREOF, the undersigned, as incorporators, hereby execute these articles of incorporation.

Margaret A. Barvinek
MARGARET A. BARVINEK

James J. Barvinek
JAMES J. BARVINEK

IN WITNESS WHEREOF, the undersigned, as the initial registered agent familiar with and accepts the duties and responsibilities as registered agent for FLORIDA POPCORN PARLOR, INC.

Margaret A. Barvinek
MARGARET A. BARVINEK

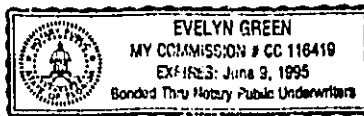
STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 26 day of April, 1995, by MARGARET A. BARVINEK, who is:

- personally known to me; or
- produced a Florida Driver License as identification; or
- produced John Davis license as identification

STATE OF FLORIDA
COUNTY OF VOLUSIA
NOTARY PUBLIC
EVELYN GREEN
1111 847

Evelyn Green
Evelyn Green
(Print commissioned name under signature)
Notary Public, State of Florida



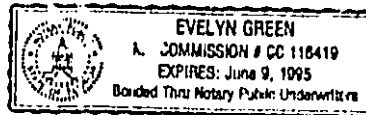
My commission expires:

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 2 day of April,
1994, by JAMES J. BARVINEK, who is:

 personally known to me; or
 produced a Florida Driver License as identification; or
 1 produced James J. Barvinek as identification

Evelyn Green
Evelyn Green
(Print commissioned name under signature)
Notary Public, State of Florida



My commission expires:

CORP\BARVINEK\A01

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