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BRIAN P. GABRIEL, P.A.  
ATTORNEYS AT LAW  
PROSPERITY GARDENS  
SUITE 204  
11380 PROSPERITY FARMS ROAD  
PALM BEACH GARDENS, FLORIDA 33410  
(407) 622-5575  
(407) 622-5576

Brian P. Gabriel  
Sam J. Gabriel

Fax  
Brian (407) 622-5531  
Sam (407) 622-8079  
Faith (407) 745-2062

July 21, 1995

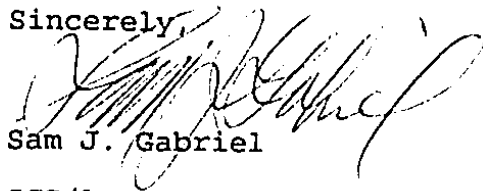
Corporate Records Bureau  
Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, Florida 32301

Re: FILAMENA'S PANTRY, INC.

Gentlemen:

Enclosed please find two copies of the Articles of Incorporation of the above referenced corporation. Kindly return a certified copy to this office. Also enclosed is a check in the amount of \$122.50 for the filing fee, resident agent fee and the certified copy of the articles.

Sincerely,

  
Sam J. Gabriel

SJG/le

Enclosure:

100001544451  
-07/24/95--01095--011  
\*\*\*\*122.50 \*\*\*\*122.50

RECEIVED  
DIVISION OF STATE  
TALLAHASSEE, FLORIDA

95 JUL 24 AM 8:49

FILED

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7/27/95

**FILED**

95 JUL 24 AM 8:49

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

FILAMENA'S PANTRY, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act hereby adopt the following Articles of Incorporation:

**ARTICLE I - NAME**

The name of this corporation is: FILAMENA'S PANTRY, INC.

**ARTICLE II - DURATION**

This corporation shall have perpetual existence and shall commence on the date of filing.

**ARTICLE III - PURPOSES**

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue ONE HUNDRED (100) Shares of Common Stock of no par value.

**ARTICLE V - PREEMPTIVE RIGHTS**

Every Stockholder, upon the sale for cash of any new stock

of this corporation of the same kind, class or series as that which they already own, shall have the right to purchase their pro rata share thereof, as nearly as may be done without issuance of fractional shares, at the price at which it is offered to others.

#### ARTICLE VI - PRINCIPAL BUSINESS AND MAILING ADDRESS

The principal place of business, office address and the mailing address of the corporation is 1550 N. Federal Highway, Boynton Beach, Florida 33435.

#### ARTICLE VII - DIRECTORS

The Board of Directors of this corporation shall consist of not less than one (1) nor more than ten (10) members. The names and addresses of the First Board of Directors are:

AUGUST PAOLETTO	1550 N. Federal Highway Boynton Beach, Florida 33435
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#### ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators are:

AUGUST PAOLETTO	1550 N. Federal Highway Boynton Beach, Florida 33435
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#### ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 17th day of July, 1995.

August D. Paolitto  
AUGUST PAOLETTO

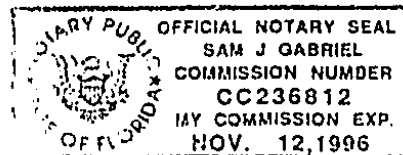
STATE OF FLORIDA )

COUNTY OF PALM BEACH )

I HEREBY CERTIFY that on this day before me personally appeared AUGUST PAOLETTO who produced a drivers license issued by some state of the U. S. to me known to be the person described in the foregoing instrument, and he acknowledged before me, under oath, the execution of said instrument.

WITNESS my hand and seal this 17th day of July, 1995.

Sam J. Gabriel  
Notary Public



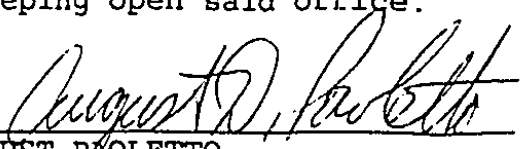
CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF  
PROCESS WITHIN THE STATE, NAMING REGISTERED AGENT UPON WHOM PROCESS  
MAY BE SERVED.

In pursuance of the Florida Statutes, the following is  
submitted, in compliance with said Statutes:

That FILAMENA'S PANTRY, INC., desiring to organize under the  
laws of the State of FLORIDA, with its principal office, as  
indicated in the Articles of Incorporation at 1550 N. Federal  
Highway, Boynton Beach, Florida 33435 has named AUGUST PAOLETTO,  
1550 N. Federal Highway, Boynton Beach, Florida 33435, as its agent  
to accept service of process within the State.

ACKNOWLEDGMENT

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

  
AUGUST PAOLETTO  
Registered Agent

FILED  
55 JUL 24 AM 8:49  
TALLAHASSEE, FLORIDA