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September 6, 1995

Department of State
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

SEP 11 1995 11:22 AM
TALLAHASSEE, FLORIDA
*****122.50 *****122.50

Re: NUTS "N" STUFF

Dear Clerk:

Enclosed please find the original and one copy of the Articles of Incorporation for the referenced corporation. Also find enclosed a check in the amount of \$122.50 to cover for the following:

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

Please file the Articles, certifying them as the Articles of Incorporation, and returning a certified copy to my office.

Thank you for your assistance in this matter.

Sincerely,

Joel B. Fein
JBF:lrr

(Enclosures)

1000 Broadway, 20th Floor
Suite 2000
Brandon, Fla. 33500
AUTHORIZATION BY PHONE TO
CONTACT NAME
DATE 9/14/95
DOC. EXAM. BR

REGISTER SEP 14 1995

FILED
95 SEP 11 AM 11:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
NUTS "N" STUFF

FILED
95 SEP 11 AM 11:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME.

The name of this corporation is : NUTS "N" STUFF INC.

ARTICLE II. PRINCIPAL OFFICE AND ADDRESS

The address of the principal office of the corporation is 1004 Meadowcrest Drive Valrico, Florida 33594 and mailing address of the corporation is 1004 Meadowcrest Drive Valrico, Florida 33594.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock with a par value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE

The term of existence of the Corporation is perpetual.

ARTICLE V. PURPOSE

The purpose for which the Corporation of organized is distribution of nuts and any other lawful business.

ARTICLE VI. BOARD OF DIRECTORS

The corporation is to be managed by a board of directors. The number of directors constituting the initial board of directors is one (1) and the name and address of the initial director is:

Frank J. Pandolfo

1004 Meadowcrest Drive, Valrico,
Florida 33594

The initial directors shall hold office until their successors are elected and qualify as provided in the bylaws. Thereafter the term of office of each director shall be two (2) years and until the election and qualification of a successor. The number of directors set forth herein and constituting the initial board of directors shall be the authorizing number of directors until such number is changed by a bylaw duly adopted by the shareholders.

**ARTICLE VII. REGISTERED AGENT, REGISTERED OFFICE AND
PRINCIPAL ADDRESS**

The initial registered office of the Corporation shall be located at 1004 Meadowcrest Drive, Valrico, Florida 33594. The initial registered agent of the Corporation at that address shall be FRANK J. PANDOLFO, 1004 Meadowcrest Drive, Valrico, Florida 33594.

ARTICLE VIII. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

FRANK J. PANDOLFO
1004 Meadowcrest Drive
Valrico, Florida 33594.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 8 day of SEPTEMBER, 1995.


INCORPORATOR

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public, personally appeared FRANK J. PANDOLFO, to me known to be the person described and Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that (he) (she) subscribed to these Articles of Incorporation on this 5th day of September, 1995.

(SEAL)

Lisa R. Rocamora

NOTARY NAME:

Notary Public

LISA R. ROCAMORA



LISA R. ROCAMORA
My Commission CO#11184
Expires Oct. 03, 1998
Bonded by HAI
800-422-1055

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED
95 SEP 11 AM 11:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designing the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: NUTS "N" STUFF INC.
2. The name and address of the registered agent and office is:

FRANK J. PANDOLFO
1004 Meadowcrest Drive
Valrico, Florida 33594.

SIGNATURE: Frank J. Pandolfo

TITLE: PRESIDENT

DATE: 8TH SEPTEMBER 95

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: Frank J. Pandolfo

FRANK J. PANDOLFO

DATE: 8TH SEPTEMBER 95