

P96000006821

Palm Beach, Florida 33480

Corporate Records Bureau
Division of Corporations
Secretary of State
P.O. Box 6327
Tallahassee, Florida 32314

RE: Palm Beach Trading Post Inc.

Dear Sirs:

Enclosed you will find Articles of Incorporation, in duplicate, for the above named corporation.

Also enclosed is a check for the following:

Filing fee	\$35.00
Certificate under seal	8.75
Designation of Registered Agent	35.00

	\$78.75
	=====

Please contact us with any questions.

Sincerely,



Bruce McClintic

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JAN 23 1996

SBICORP.CHT

TALLAHASSEE, FLORIDA

96 JAN 18 AM 10:23

FILED

ARTICLES OF INCORPORATION
FOR

FILED
96 JAN 18 AM 10:25
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

Article I - Name

The name of the corporation shall be Palm Beach Trading Post Inc.

The principal place of business of this corporation shall be 211
Royal Poinciana Way, Palm Beach, Palm Beach County, Florida 33480.

Article II - Duration

This corporation shall exist perpetually.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue 1,000 shares of \$1.00 Par Value common stock, which shall be designated "Common Shares".

Article V - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

Article VI - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the board of Directors and the shareholders.

Article VII - Cumulative Voting

At each election for Directors, every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of Directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

Article VIII - Shareholder Quorum and Voting

Fifty-one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

Article IX - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 211 Royal Poinciana Way, Palm Beach, Florida 33480 and the name of the initial registered agent of this corporation at that address is Bruce McClintic.

Article X - Initial Board of Directors

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than two. The name and address of the initial directors of this corporation are:

Bruce McClintic
211 Greymon Drive
West Palm Beach, FL 33405

Alexandra McClintic
211 Greymon Drive
West Palm Beach, FL 33405

Article XI - Special Provision

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

Article XII - Incorporator

The name and address of the person signing these Article of Incorporation is Bruce McClintic.

Article XIII - Amendment

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

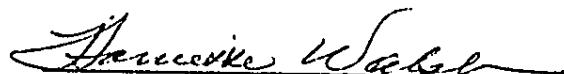
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 16 day of January, 1996

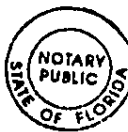

Bruce McClintic,
Incorporator

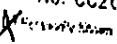
STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, a Notary Public authorized to take acknowledgements in the state and county set forth above, personally appeared Bruce McClintic, known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 16th day of January, 1996.


Notary Public, State of
Florida at large.



HARRIETTE WALSH
My Comm Exp. 4/26/97
Bonded By Service Ins
No. CC266817
X  11000 L.O.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE with Section 48.091, Florida Statutes, the following
is submitted:

FIRST - That ^{Palm Beach Trading Post, Inc.} desires to organize or qualify
under the laws of the State of Florida, with its principal
place of business in the County of Palm Beach, State of
Florida. Has named Bruce McClintic located at 211 Royal
Poinciana Way, Palm Beach, Florida 33480 as its agent to
accept service of process within Florida.

1/14/96
Date

Alexandra McClintic
Alexandra McClintic, Director

Having been named to accept service of process for the above stated
corporation, at the place designated in the Certificate, I hereby
agree to act in this capacity, and I further agree to comply with
the provisions of all statutes relative to the proper and complete
performance of my duties.

1/16/96
Date

Bruce McClintic
Bruce McClintic

TALLAHASSEE, FLORIDA

96 JUN 18 AM 10:25

FILED