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LAW OFFICE OF
JOHN D. SPEAR
HUNTING PROFESSIONAL CENTER
9200 BONITA BEACH ROAD
SUITE 204
BONITA SPRING, FLORIDA 34105-4270

JOHN D. SPEAR
JAMES R. KRILL

(041) 047-1109
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June 13, 1996

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

ENCLOSURE
-06218706-01011-0007
***122.50 ***122.50

RE: B.C. DELI, INC.

Dear Sir or Madam:

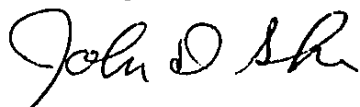
Enclosed are two originals of the Articles of Incorporation for the above-named proposed Florida corporation. Also enclosed is our check in the amount of \$122.50 representing payment of the following:

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

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Thank you for your courtesies in this matter.

Sincerely,



John D. Spear

JDS/sav

Enclosures

cc: William W. Young, II

FILED
95 JUN 17 PM 3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6-19-96
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**ARTICLES OF INCORPORATION
OF
B.C. DELI, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, a natural person competent to contract, hereby forms and establishes a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation is **B.C. DELI, INC.**

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

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 7,500 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence, commencing upon filing of these Articles.

ARTICLE V. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the Corporation shall be located at the following address:

**28321 WINDSOR ROAD
BONITA SPRINGS, FL 34134**

The mailing address of the Corporation is as follows:

28321 WINDSOR ROAD
BONITA SPRINGS, FL 34134

ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the Initial Registered Office of the Corporation in the State of Florida shall be:

WILLIAM W. YOUNG, II
28321 WINDSOR ROAD
BONITA SPRINGS, FL 34134

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VII. BOARD OF DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may be decreased or increased from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII. INITIAL DIRECTOR

The name of the initial director of this Corporation and his street address is:

WILLIAM W. YOUNG, II
28321 WINDSOR ROAD
BONITA SPRINGS, FL 34134

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE IX. INCORPORATOR

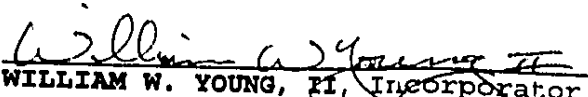
The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

WILLIAM W. YOUNG, II
28321 WINDSOR ROAD
BONITA SPRINGS, FL 34134

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 13th day of June, 1996.


WILLIAM W. YOUNG, II, Incorporator

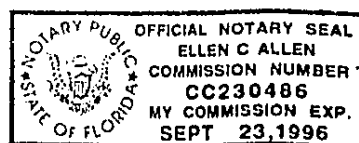
STATE OF FLORIDA
COUNTY OF LEE

SWORN TO and subscribed before me this 13th day of June, 1996, by WILLIAM W. YOUNG, II, who:

[] is personally known to me; or

[X] has produced DRIVER'S LICENSE as identification.


NOTARY PUBLIC
My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS SHALL BE SERVED.**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That **B.C. DELI, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at Lee County, State of Florida, has named **WILLIAM W. YOUNG, II** as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this Certificate, the undersigned agrees to act in this capacity and agrees to comply with the provisions of Florida law relative to keeping the designated office open.


WILLIAM W. YOUNG, II
REGISTERED AGENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA