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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ANNETTE MANNINO
2455 NW 115th DRIVE
CORAL SPRINGS, FL 33065

June 26, 1996

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

600001879786
-06/28/96--01099--015
****122.50 ****122.50

Re: MR. JOE'S, INC.

Dear Sir/Madam:

Enclosed please find original and copy of Articles of Incorporation, Certificate designating Registered Agent and our check in the amount of \$122.50 representing filing fee, Registered Agent fee and certified copy fee.

Very truly yours,

Annette Mannino

Annette Mannino

BH
7/1/96

ARTICLES OF INCORPORATION
OF
MR. JOE'S, INC.

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SECRETARY OF STATE
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 this corporation shall be MR. JOE'S, INC.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock, having a par value of \$1.00 per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office and principal office of the corporation shall be 2455 N.W. 115th Dr., Coral Springs, Florida 33065, and the name of the initial registered agent of the corporation at that address is Annette Mannino.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

The corporation shall have one (1) director, initially. The name and street address of the initial member of the Board of Directors is:

Annette Mannino

2455 N.W. 115th Dr.
Coral Springs, Florida 33065

ARTICLE VII. OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until her successor is elected or appointed is:

Annette Mannino
2455 N.W. 115th Dr.
Coral Springs, Florida 33065

President and
Secretary

ARTICLE VIII. SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation is Annette Mannino, 2455 N.W. 115th Dr., Coral Springs, Florida 33065.

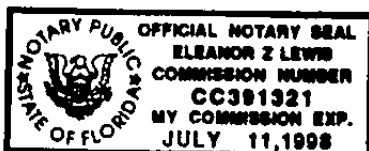
IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal on this 26th day of June, 1996.

Annette Mannino
Annette Mannino

Sworn and Subscribed to
before me this 26th day of
June, 1996.

Eleanor Z. Lewis
Notary Public

My Commission Expires:



FILED

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

In pursuant of Chapter 48.091, Florida Statutes, the following
is submitted, in compliance with said Act:

First: That MR. JOE'S, INC. desiring to organize under
the laws of the State of Florida with its principal office, as
indicated in the Articles of Incorporation in the City of Coral
Springs, County of Broward, State of Florida, has named Annette
Mannino, located at 2455 N.W. 115th Dr., in the city of Coral
Springs, County of Broward, State of Florida, as its agent to
accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above
stated corporation, at 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.

By: Annette Mannino
Registered Agent, Annette Mannino