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TO: FLORIDA SOS

PAGE: 07

7/3/96
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FLORIDA DIVISION OF CORPORATIONS

(H96000009272)

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DEPARTMENT OF STATE
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PHONE: (212) 431-5000

FAX: (212) 431-1441

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION

OR P.A.

NAME: NATUE21 BROS. ICE CO., INC.

FAX AUDIT NUMBER: H96000009272

CURRENT STATUS: REQUESTED

DATE REQUESTED: 07/03/1996

TIME REQUESTED: 11:25:15

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CERTIFICATE OF STATUS: 0

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FLORIDA DEPARTMENT OF STATE

Barbara H. Northam
Secretary of State

July 3, 1996

BLUMBERG/EXCELSIOR

NEW YORK, NY 10013

SUBJECT: NATURAL BROS. ICE CO., INC.
REF: W96000014070

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Loria Poole
Corporate Specialist

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Letter Number: 996A00032875

**ARTICLES OF INCORPORATION
OF
NATUZZI BROS. ICE CO., INC.**

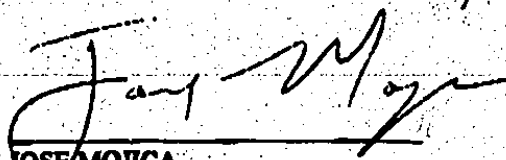
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95 JUL -3 PM 5:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is **NATUZZI BROS. ICE CO., INC.**
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is **1000 (ONE THOUSAND)** shares, all without par value and of one class.
5. The principal address and mailing address of the corporation will be **10241 N.W. 62ND DRIVE, PARKLAND, FL. 33076** and the name of its initial registered agent at such address is **JOHN NATUZZI**.
6. The number of directors constituting the initial board of directors is **1 (ONE)** and the name and address of each person who is to serve as a member thereof is as follows: **JOHN NATUZZI, 10241 N.W. 62ND DRIVE, PARKLAND, FL. 33076**.
7. The name and address of the sole incorporator is: **JOSE MOLICA, c/o XL CORPORATE SERVICES, INC., 62 WHITE STREET, 2ND FLOOR, NEW YORK, NY 10013**.

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: 05/07/96


JOSE MOLICA
Sole Incorporator

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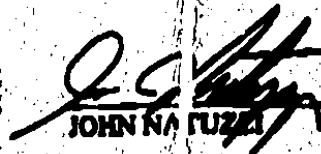
ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered Agent of NATUZZI
BROS. ICE CO., INC., the within named corporation.

Dated: JUL 3 1996


JOHN NATUZZI

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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