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CORPORATIONS  
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ARTICLES OF INCORPORATION  
OF  
KERNAL POP, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I.  
Name and Address

The name of the corporation is KERNAL POP, INC. The principal office is 6201 W. Woodside Circle, Crystal River, FL 34429, and the mailing address for the corporation is 6201 W. Woodside Circle, Crystal River, FL 34429.

ARTICLE II.  
Duration

The duration of the corporation is perpetual.

ARTICLE III.  
Purpose

The general purposes for which the corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purpose of the corporation or necessary or desirable in order to accomplish them.

ARTICLE IV.  
Shares

The aggregate number of shares which the corporation is authorized to issue is 1,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE V.  
Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 7655 W. Gulf to Lake Highway, Suite 12, Crystal River, FL 34429, and the name of its initial registered agent at that address is Patricia M. Myers.

ARTICLE VI.  
Initial Board of Directors

The number of directors constituting the initial board of directors is two. The number of directors may be increased or decreased from time to time in accordance with the bylaws, but shall never be less than two. The name and address of each initial director of the corporation is as follows:

MILTON W. METZLER, JR.

6201 W. Woodside Circle  
Crystal River, FL 34429

SANDRA KAY METZLER

6201 W. Woodside Circle  
Crystal River, FL 34429

ARTICLE VII.  
Incorporator

The name and address of each incorporator is as follows: 6201 W. Woodside Circle Crystal, FL 34429.

ARTICLE VIII.  
Amendment

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred on the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation this 24th day of July, 1996.

Milton Metzler  
MILTON METZLER

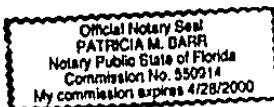
STATE OF FLORIDA)  
)  
COUNTY OF CITRUS)

On this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared MILTON METZLER who is personally known to me and who did not take an oath, who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said for the purposes therein expressed.

Witness my hand and official seal in the County and State last aforesaid.

Rubber Notary Stamp Seal

Patricia M Barr  
Notary Public



ACCEPTANCE BY DESIGNATED REGISTERED AGENT

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, 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.

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NEW YORK CORPORATIONS  
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Patricia M. Myers  
PATRICIA M. MYERS

Date: July 30, 1996