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Thomas J. Sherwood

Attorney At Law

3032 State Road 674
Sun Point Shopping Plaza
Ruskin, Florida 33570

96 NOV 18 PM 12:05 (813) 645-3510
Facsimile: (813) 641-2320

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 15, 1996

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

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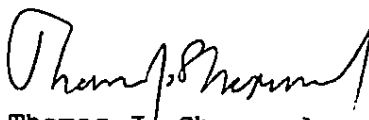
RE: Articles of Incorporation -
~~Presco, Inc.~~
INTERSTATE SWAX, Inc.

Dear Sir/Madam:

Enclosed, for filing, are the original Articles of Incorporation for the referenced entity. Also enclosed is a check, in the amount of \$122.50, covering the costs of filing the Articles and providing a certified copy thereof.

It is requested that the enclosed Articles be filed and a Certificate forwarded to the undersigned at your earliest convenience.

Sincerely,


Thomas J. Sherwood

TJS/hmr

Encl.

*Wrote 22539
11/18/96
12/22/96*



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 22, 1996

THOMAS J. SHERWOOD, ESQ.
3032 STATE RD 674
RUSKIN, FL 33570

SUBJECT: PRESCO, INC.
Ref. Number: W9600022539

We have received your document for PRESCO, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 296A00048779

Thomas J. Sherwood

Attorney At Law

3032 State Road 674
Sun Point Shopping Plaza
Ruskin, Florida 33570

(813) 645-3510
Facsimile: (813) 641-2329

November 13, 1996

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

Attention: Pamela Hall

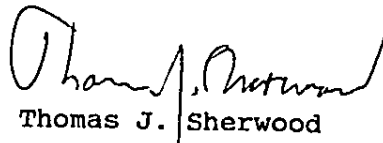
RE: Articles of Incorporation -
Interstate Snax, Inc.

Dear Sir/Madam:

Pursuant to your October 22, 1996 letter, enclosed are the Articles of Incorporation which are being re-submitted. A copy of that letter is also enclosed for your records. A check, in the amount of \$122.50, covering the costs of filing the Articles and providing a certified copy thereof, was previously submitted.

It is requested that the enclosed Articles be filed, and a Certificate forwarded to the undersigned by December 8, 1996.

Sincerely,


Thomas J. Sherwood

TJS/hmr

Encl.

ARTICLES OF INCORPORATION
OF
INTERSTATE SNAX, INC.

FILED
96 NOV 18 PM 12:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be:

INTERSTATE SNAX, INC.

The address of the principal office of this corporation shall be: 8743 93rd Avenue North, Largo, Florida 33777, and the mailing address of the corporation shall be the same.

ARTICLE II - NATURE OF THE BUSINESS

This corporation may engage in, 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 this corporation is authorized to have outstanding at any one time is 100 shares of common stock, having a \$1 par value per share.

ARTICLE IV - ADDRESS

The street address of the initial registered office of incorporation will be: 8743 93rd Ave. North, Largo, Florida 33777; the name of the Registered Agent of the Corporation is Paul S. Prescott; the address of the Registered Agent is 8743 93rd Avenue North, Largo, Florida 33777.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished, from time to time, by a majority vote of the stockholders, but it shall never be less than one (1).

ARTICLE VII - ADDRESSES OF DIRECTORS

The names and street addresses of the members of the first Board of Directors are as follows:

PAUL S. PRESCOTT 8743 93rd Avenue North
Largo, Florida 337,7

ARTICLE VIII - INCORPORATOR

The name and street address of the Incorporator to these Articles of Incorporation is:

Paul S. Prescott
8743 93rd Avenue North
Largo, Florida 33777

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE X - ADOPTION OF BY-LAWS

A special meeting of the subscribers, or their assigns, shall be held, upon the call of the President, for the purpose of completing the organization of the Corporation and the adoption of the By-laws, and the transaction of such other business as may come before the meeting.

ARTICLE XI - TERMS OF ISSUING STOCK

FILED

Stock to be issued pursuant to these Articles of Incorporation shall be issued under the terms, conditions and provisions of Section 1244 of the Internal Revenue Code.

NOV 18 PM 12:05
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, I have hereunto set my hand and seal to these Articles of Incorporation on this 13th day of November, 1996.

Paul S. Prescott

Paul S. Prescott - Incorporator

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, personally appeared PAUL S. PRESCOTT, who, being first duly sworn, deposes and says that he is the individual described in, and who executed, the foregoing Articles of Incorporation, and who acknowledged before me that he executed same for the purpose therein expressed.

WITNESSE my hand and official seal in the above named County and State, this 13th day of November, 1996.

Helen M. Robertson
NOTARY PUBLIC - STATE OF FLORIDA

Helen M. Robertson
Printed Name of Notary

MY COMMISSION EXPIRES:

OFFICIAL NOTARY SEAL
HELEN M. ROBERTSON
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC418451
MY COMMISSION EXP. NOV. 2, 1998

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 NOV 18 PM 12:05

FILED

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Paul S. Prescott, 9743 93rd Avenue North, Largo, Florida 33777, having been designated as the Registered Agent in the above and foregoing Articles, is familiar with, and accepts, the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Paul S. Prescott

Paul S. Prescott
Registered Agent