

P96000102851

Diana M. Johnson
4812 Alvarado Drive
Tampa, FL 33634
(813) 884-4407

FILED
5 DEC 19 AM 11:15
TALLAHASSEE, FLORIDA

December 11, 1996

Corporate Records Bureau
Division of Corporations
Department of State
P O Box 6327
Tallahassee, FL 32301

RE: Fried Baloney's, Inc.

200002033802--4
-12/19/96--01057--002
*****70.00 *****70.00

Gentlemen:

Enclosed is an original and a copy of the Articles of Incorporation for the above referenced company and a copy of the Certificate of Domicile.

Also enclosed is our check in the amount of \$70.00 to cover the various fees. Please send an acknowledgment of receipt of these moneys.

Very truly yours,

Diana Johnson

EFFECTIVE DATE
1-1-97

12/23/96

ARTICLES OF INCORPORATION

OF

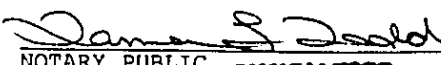
1. NAME: The name of this corporation is: Fried Baloney's, Inc. **FILED**
2. DURATION: The period of its duration is perpetual. 95 DEC 19 AM 11:15
3. PURPOSE: The purpose is to engage in any activities or business permitted under the laws of the United States and of Florida. TALLAHASSEE, FLORIDA
4. CAPITAL STOCK: The corporation is authorized to issue 1,000,000 shares of \$.01 par value common stock.
5. INITIAL REGISTERED AGENT AND OFFICE: The street address of its initial registered agent is: 4812 Alvarado Drive, Tampa, FL 33634 and the name of its initial registered agency at said address is: Diane M. Johnson.
6. MAILING ADDRESS OF CORPORATION: The complete mailing address of the Corporation is: Fried Baloney's, Inc., 4812 Alvarado Drive, Tampa, FL 33634.
7. INITIAL BOARD OF DIRECTORS: This corporation shall have one director initially, and the name and address of the initial director is: Diane Johnson, 4812 Alvarado Drive, Tampa, FL 33634. EFFECTIVE DATE 1-1-97
8. INCORPORATOR: The name and address of the person signing these Articles of Incorporation is: Diane M. Johnson, 4812 Alvarado Drive, Tampa, FL 33634.
9. EFFECTIVE DATE: These Articles are to be effective on January 1, 1997.

DATED: 12/17/96

STATE OF FLORIDA
COUNTY OF PINELLAS

I hereby certify, that on this day before me, an officer duly qualified to take acknowledgments, personally appeared to me known to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this Dec. 17, 1996.


NOTARY PUBLIC

TAMARA L. TODD

My Commission Expires: _____



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICES OF
PROCESS WITHIN THIS STATE, NAMING AGENCY UPON WHOM PROCESS MAY BE SERVED.

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

First - That Fried Baloney's, Inc., desiring to organize under the laws of the
State of Florida with its principle offices located, as indicated in the
Articles of Incorporation in the City of Tampa, County of Hillsborough, State
of Florida, has named Diane Johnson located at 4812 Alvaredo Drive, in the
City of Tampa, County of Hillsborough, State of Florida, as its agent to
accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated
corporation, at the place designated in this certificate, I hereby accept to
act in this capacity, and agree to comply with the provisions of said Act
relative to keeping open said office.

BY: Diane Johnson

(Resident Agent)