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3703 PM PUBLIC ACCESS SERVICE ELECTRONIC FILING CORPORATION
(((H9700000370)))

TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4001

FROM: FILINGS, INC.

ACCT#: 072720000101

CONTACT: TERESA ROMAN PHONE: (904) 385-6735
(904) 385-6761

FAX #:

NAME: PANINO, INC. AUDIT NUMBER.....H9700000370 DOC TYPE.....FLORIDA
PROFIT CORPORATION OR P.A. CERT. OF STATUS..0 PAGES..... 3
CERT. COPIES.....0 DEL.METHOD.. FAX EST.CHARGE.. \$70.00 NOTE:
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ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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**ARTICLES OF INCORPORATION
OF**

PANINO, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be **PANINO, INC.** ("Corporation").

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation is 824 88th Street, Sunrise, Florida 33154.

ARTICLE III CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is One Hundred (100) shares of Common Stock, per value \$1.00 per share.

ARTICLE IV PURPOSE

The Corporation may engage or transact in 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.

Prepared by:
FREDERIC M. BARTHE, ESQ.
Florida Bar No.: 959456
828 S.E. 3rd Avenue, Suite 400
Ft. Lauderdale, FL 33316
Tel.: (954) 524-6666
Fax: (954) 524-6665

ARTICLE V INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent are: Frederic M. Barthe, 888 Southeast Third Avenue, Suite 400, Fort Lauderdale, Florida 33316.

ARTICLE VI INCORPORATOR

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

Frederic M. Barthe
888 Southeast Third Avenue, Suite 400
Fort Lauderdale, Florida 33316

ARTICLE VII DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one (1). The name and address of the Initial Director and President is Mr. Raphael Cobon, 824 88th Street, Surfside, Florida 33154; Initial Director, and Vice-President is Mrs. Simone Trad, 824 88th Street, Surfside, Florida 33154.

The undersigned has executed these Articles of Incorporation this 6th day of January 1997.


Frederic M. Barthe, Incorporator

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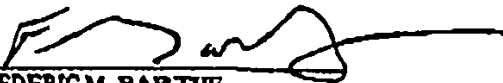
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**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

Having been named to accept service of process for PANINO, INC., at the place designated in its Articles of Incorporation, I agree to act in this capacity and to comply with the provisions of Section 607.0305 of the Florida Statutes.

Dated: January 6th 1997.


FREDERIC M. BARTHE
Registered Agent

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