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March 26, 1997

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-03/31/97--01039--007

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

RE: Dave's Mini Mart, Inc.

Dear Sir:

Enclosed is an original and one (1) copy of the Articles of Incorporation and Designation for Registered Agent for the new corporation for filing. Please find a firm check in the amount of \$78.75 for the filing of the enclosed Articles of Incorporation and Certificate for Designation of Registered Agent.

Please return stamped copies and the Certificate in the enclosed self-addressed postage-paid envelope.

Thank you for your attention to this matter.

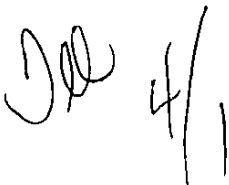
Sincerely,


Ginger L. Perusek

GLP/pdc

Enclosures

APPROVED
AND
FILED
97 MAR 31 AM 10:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

DAVE'S MINI MART, INC.

The undersigned incorporator, for the purpose of forming a corporation under Florida Statute Chapter 607, hereby adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of this corporation shall be DAVE'S MINI MART, INC..

ARTICLE II

ADDRESS OF THE PRINCIPLE OFFICE AND MAILING ADDRESS

The address of the principal place of business of this corporation shall be 36255 East State Route 70, Mayaaka City, Florida 34251. The mailing address of this corporation shall be P.O. Box 555, Mayaaka City, Florida 34251.

ARTICLE III

Term of Existence

This corporation shall have perpetual existence, commencing as of upon filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE IV

Capital Stock

This corporation is authorized to issue One Hundred (100) shares of One Cent (\$.01) per share par value common stock which shall be designated as common shares.

ARTICLE V

Purpose

This corporation is organized for the purpose of transacting any and all lawful business, managing business and regulatory affairs of the corporation.

ARTICLE VI

INCORPORATOR

The name and address of the incorporator is David A. Chiaramonte and his address is 36255 East State Route 70, P.O. Box 555, Mayaaka City, Florida 34251.

ARTICLE VII

INITIAL DIRECTOR

This corporation shall have TWO directors initially. The number of directors may be increased from time to time by the By-laws, but shall never be less than one (1). The name and address of the initial directors of this corporation are David A. Chiaramonte and Judith Chiaramonte, both of whom are located at 36255 East State Route 70, P.O. Box 555, Mayaaka City, Florida 34251.

ARTICLE VIII

INITIAL REGISTERED AGENT AND ADDRESS

The name of the initial registered agent is David A. Chiaramonte and his address is 36255 East State Route 70, P.O. Box 555, Mayaaka City, Florida 34251.

ARTICLE IX

By-laws

This corporation shall have the power to adopt, alter, amend or repeal the By-laws of this corporation.

ARTICLE X
AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by Florida Law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 26th day of March, 1997.



DAVID A. CHIARAMONTE
Incorporator

STATE OF FLORIDA
COUNTY OF MANATEE

THE FOREGOING INSTRUMENT was acknowledged before me this 26th day March, 1997, by DAVID A. CHIARAMONTE who (is personally known to me/produced identification by way of [driver's license, etc.] Fla. D/L C655-161-36-386-0) and who (did/did not) take an oath.

WITNESS my hand and official seal in the County and State last aforesaid the 26th day of March, 1997.



NOTARY PUBLIC, STATE OF FLORIDA

(Paula D. Chavez)

(Printed signature of Notary)

My Commission Expires:



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

APPROVED
AND
FILED
97 MAR 31 AM 10:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: DAVE'S MINI MART, INC.
2. The name and address of the registered agent and office is:

David A. Chiaramonte

(NAME)

36255 East State Route 70

ADDRESS/P.O. BOX NOT ACCEPTABLE)

Mayaaka City, Florida 34251

(CITY/STATE/ZIP)

Signature

David A. Chiaramonte
(Corporate Officer)

Title

President

Date

3/26/97

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I 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.

Signature

David A. Chiaramonte

Date

3/26/97