

FLEMING*HAILE & SHAW

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FLORIDA DIVISION OF CORPORATIONS

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ACCT#:

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EFFECTIVE DATE
4-17-97

NAME: POP'S PAK, INC.

AUDIT NUMBER.....H97000006323

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 2

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
POP'S PAK, INC.

EFFECTIVE DATE
4-17-97

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of a corporation (the "Corporation") under the laws of the State of Florida as contained in the "Florida Business Corporation Act", Chapter 607 of the Florida Statutes, as amended, does hereby adopt the following Articles of Incorporation for the Corporation:

1. The name of the Corporation is:
POP'S PAK, INC.
2. The initial mailing address of the Corporation is:
11780 U.S. Highway One, Suite 300
North Palm Beach, Florida 33408
3. The Corporation shall have perpetual existence.
4. The general purpose or purposes for which the Corporation is initially organized is the transaction of any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.
5. The aggregate number of shares which the Corporation shall have authority to issue is Ten Thousand (10,000) shares of common stock having a par value of Ten Cents (.10) per share, all of one class.
6. The address of the initial registered office of the Corporation is 11780 U.S. Highway One, Suite 300, North Palm Beach, Florida 33408. The Registered Agent at that address is FHS Corporate Services, Inc., a Florida corporation.
7. The name of the incorporator is James H. Schnare II and his address is 11780 U.S. Highway One, Suite 300, North Palm Beach, Florida 33408.
8. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any rights conferred upon the shareholders are subject to these reservations.
9. The date when corporate existence shall begin shall be the 17th day of April, 1997, provided these Articles are filed with the Secretary of State within the time allowed by law.

IN WITNESS WHEREOF, the undersigned has this 17th day of April, 1997, made and subscribed these Articles of Incorporation for the uses and purposes aforesaid.


James H. Schnare, Incorporator

Prepared By:
James H. Schnare, II, Fla. Bar Number 0332739
Fleming, Haile & Shaw, P.A.
11780 U.S. Highway One, Suite 300
North Palm Beach, Florida 33408
(561) 627-8100

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ACCEPTANCE BY REGISTERED AGENT

THE UNDERSIGNED HEREBY accepts its appointment as Registered Agent of the aforesaid Corporation. We are familiar with, and accept the obligations of, Section 607.0505 of the Florida Statutes.

FHS CORPORATE SERVICES, INC.,
a Florida corporation

By: *[Signature]*
James H. Schnare II,
Its President

ACKNOWLEDGMENT

STATE OF FLORIDA

SS:

COUNTY OF PALM BEACH

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TALLAHASSEE, FLORIDA

BEFORE ME personally appeared James H. Schnare II: who produced the following identification _____; who is personally known to me; and who acknowledged before me that he is the person who executed the foregoing Articles of Incorporation as Incorporator and acknowledged before me that he executed the same as his free act and deed for the uses and purposes set forth therein.

WITNESS my hand and official seal, at North Palm Beach, Florida, this 17th day of April, 1997.

SEAL:



BRENDA C PETRONI
My Commission 00282078
Expires Jun. 23, 1998
Bonded by HAI
800-488-1888

Brenda C. Petroni
Notary Public *Brenda C. Petroni*

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Prepared By:
James H. Schnare, II, Fla. Bar Number 0332739
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