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NAME: CBD INVESTMENTS, INC.

AUDIT NUMBER.....H97000006665

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

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PAGES 2

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ARTICLES OF INCORPORATION
OF
CBD INVESTMENTS, INC.

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The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME AND PRINCIPAL OFFICE OF CORPORATION

CBD Investments, Inc. shall be the name of this corporation, and the mailing address and its principal office shall be: 8147 State Road 52, Hudson, Florida 34667.

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have on hand at any time is 10,000 shares of common stock having \$1.00 par value. The authorized capital stock may be paid for in cash, services or other property at a just value to be fixed by the board of directors of the corporation at any regular or special meeting of the same.

ARTICLE IV - ADDRESS AND RESIDENT AGENT

The street address of the initial registered office of this corporation is: 7634 Massachusetts Avenue, New Port Richey, Florida 34653-3022, and the name of the initial registered agent of the corporation at that address is: Francis L. Worwa. Having been so named to accept said service of process, said registered agent hereby accepts said designation to act in said capacity and agrees to comply with the provisions of the Florida Statutes relating to keeping open said office and so accepts by signing the Articles of Incorporation hereunder.

THIS INSTRUMENT PREPARED BY:
JACK J. GELLER, Attorney
2560 Gulf To Bay Boulevard
Suite 300
Clearwater, Florida 34625
813 - 799-4840
Florida Bar No. 243801

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ARTICLE V - DIRECTORS

The corporation shall have no less than one director nor more than nine (9). The number may be increased or decreased as may be authorized by the Bylaws of this corporation. The number of directors constituting the initial Board of Directors shall be two (2).

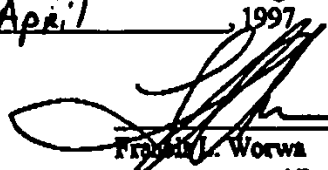
ARTICLE VI - INITIAL INCORPORATOR

IncorporatorsAddress

Francis L. Worwa

7634 Massachusetts Avenue
New Port Richey, FL 34653-3022

IN WITNESS WHEREOF, I, the undersigned, have set my hand and seal to the foregoing Articles of Incorporation for CBD Investments, Inc. and acknowledge the same under the laws of the State of Florida, this 22 day of April, 1997


Francis L. Worwa
Incorporator and Registered
Agent

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