

PA7000052848

Financial Executive Consultants, Inc.

Financial, Tax and Estate Planning

813-282-0411

June 5, 1997

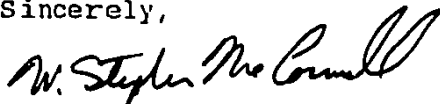
Florida Department of State
Division of Corporations
409 East Gains St.
Tallahassee, FL 32301

Re: The Produce Patch & Food Store,
Inc.

Dear Sirs:

Enclosed please find executed Articles of Incorporation for the above for filing. Also enclosed is our check in the amount of \$70.00 for the filing fees. Please return your letter acknowledging filing to the address below. Thank you for your assistance in this matter and if there are any questions, please contact the undersigned.

Sincerely,



W. Stephen McConnell
President

Encl. (2)

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JUN 13 1997

as
6/16/97

ARTICLES OF INCORPORATION
OF
THE PRODUCE PATCH & FOOD STORE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97.11.12

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

ARTICLE I. NAME

The name of the corporation shall be THE PRODUCE PATCH & FOOD STORE, INC.

ARTICLE II. PURPOSE AND AUTHORITY

The corporation shall engage in the business of retail sales of produce and food goods, as well as other products of a similar or compatable nature. The corporation shall also be authorized to engage in any other activity permitted by the laws of Florida and the United States.

ARTICLE III. CAPITAL STOCK

The maximum number shares of stock that this corporation is authorized to issue is 5,000 shares of common stock having a par value of \$1.00 each.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation, which is both the corporation's principal office and mailing address, shall be 8625 Memorial Highway, Tampa, Florida, and the name of the initial registered agent of the corporation at that address is Richard Vetzal, who consents to be such registered agent through execution of the statement at the end of these Articles.

ARTICLE V. TERM OF EXISTENCE

The term of existence of the corporation is to be perpetual.

ARTICLE VI. DIRECTORS

The corporation shall have one initial director, who shall serve until the first meeting of shareholders. His name and street address is:

6703 Sea Robin Place
Tampa, FL 33615

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator of this corporation is: Richard Vetzel, 6703 Sea Robin Place, Tampa, FL 33615

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this the 29 day of May, 1997.


Richard Vetzel (SEAL)

I am familiar with and accept the duties and responsibilities as registered agent for said corporation.


Richard Vetzel

FILED
SECRETARY OF STATE
MAY 29 1997