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P97000058751

July 2, 1997

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Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: SAUERKRAUT, INC.

Gentlemen:

Enclosed is one signed original and one signed copy of the Articles of Incorporation of the corporation named above. We have also enclosed a check for \$122.50 for the following:

Filing Fee.....\$35.00
Registered Agent Fee.....\$35.00
Certified Copy Fee.....\$52.50

Please process this at your earliest convenience and return the certified copy to this office.

Thank you for your assistance.

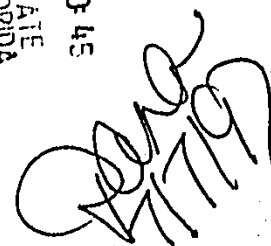
Very truly yours,



Philip Steinberg
PS/tmc

Enclosures: 2 Documents
1 Check

FILED
97 JUL -3 AM 10:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



ARTICLES OF INCORPORATION
OF
SAUERKRAUT, INC.

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I: NAME

The name of the corporation is SAUERKRAUT, INC.

ARTICLE II: PRINCIPAL PLACE OF BUSINESS

The principal place of business is 15200 S. Cleveland Avenue, Unit 112, Fort Myers, FL 33908.

ARTICLE III: DURATION

The corporation shall have a perpetual existence, except that the same may be dissolved as provided by law.

ARTICLE IV: PURPOSE

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

ARTICLE V: CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is one thousand shares of common stock. Such shares shall have a par value of one dollar per share.

ARTICLE VI: SUBSCRIBERS

The names and post office addresses of the subscribers to these Articles of Incorporation with the amount of stock subscribed for and agreed to be taken by each are as follows:

Kay Werner 100 Shares
15200 S. Cleveland Avenue, Unit 112
Fort Myers, FL 33908

ARTICLE VII: INITIAL BOARD OF DIRECTORS

The corporation shall have an Initial Board of Directors and such Board may be increased in accordance with the bylaws, but shall never be less than one. The Board shall designate and elect the Officers of the Corporation. The name and address of each Initial Director of the Corporation is as follows:

Kay Werner
15200 S. Cleveland Avenue, Unit 112
Fort Myers, FL 33908

ARTICLE VIII: REGISTERED AGENT

The street address of the Initial Registered Office of the corporation is Kay Werner. The name of the Initial Registered Agent at that address is 15200 S. Cleveland Avenue, Unit 112, Fort Myers, FL 33908.

ARTICLE IX: PREEMPTIVE RIGHTS

Each shareholder, upon the sale of any stock of the corporation, shall have the right to purchase his pro rata share thereof at the same price as is offered to others.

ARTICLE X: POWERS AND AMENDMENT

The Officers, Directors and Shareholders of the corporation shall possess and enjoy all powers allowed by the law except as restricted, limited or prohibited by these Articles of Incorporation, the Bylaws of the Corporation, or by other acts of the Corporation.

The right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them is reserved.

IN WITNESS WHEREOF, the undersigned, being the initial subscriber to the capital stock hereinbefore mentioned for the purpose of forming a corporation as herein provided under the laws of the State of Florida, do make, subscribe, acknowledge and file the foregoing Articles of Incorporation, hereby certifying the facts hereinabove are true, and further agree to take the number of stock hereinbefore set forth, all being done on this 2nd day of

July, 1997.


KAY WERNER

ACKNOWLEDGEMENT BY NOTARY PUBLIC

I HEREBY CERTIFY, that before me, the undersigned authority duly authorized to take acknowledgements and administer oaths, personally appeared KAY WERNER, who is well known to me to be the person who made and subscribed to the foregoing Articles of Incorporation, for the purpose expressed therein, and if executed in a capacity other than that of an individual, for the corporation or other entity in the capacity stated herein,, and I certify and

acknowledge that said articles were executed for the use and purpose therein expressed.

WITNESS my hand and seal on this 2nd day of July, 19 97.

MY COMMISSION EXPIRES:

OFFICIAL NOTARY SEAL
TAMMY M. CALLAHAN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC343826
MY COMMISSION EXPI. JAN. 24, 1998

Tammy M. Callahan
NOTARY PUBLIC

Tammy M. Callahan

Personally Known _____ or

Type of Identification Produced German passport

ACCEPTANCE BY REGISTERED AGENT

THE UNDERSIGNED, pursuant to Florida Statutes, Section 48.091, having been named to act as Registered Agent of the corporation known as KAY WERNER, does hereby accept the appointment as said Registered Agent of said corporation.

DATED THIS 2nd day of July, 19 97.

Kay Werner

KAY WERNER,
Registered Agent

THIS INSTRUMENT PREPARED BY:
PHILIP STEINBERG, ATTORNEY
3332 Del Prado Blvd.
Cape Coral, FL 33904
Fla. Bar # 302198
(941) 542-1888

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