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JAMES C. STEWART, JR.*
*ALSO ADMITTED IN GEORGIA

SUSAN J. STORTER**
**PRACTICE LIMITED
TO ADOPTION

STEWART & STORTER
ATTORNEYS AT LAW

(941) 353-1040

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E-MAIL STEWARTANDSTORTER@WORLDNET.ATT.NET

SUITE 101

2121 COUNTY ROAD 951

GOLDEN GATE FLORIDA 34116-0543

August 5, 1997

DIVISION OF CORPORATIONS

Florida Department of State

Post Office Box 6327

Tallahassee, Florida 32314

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-08/08/97--01053--002

****122.50 ****122.50

RE: FINO BROTHERS DISTRIBUTORS, INC.

Dear Sir or Madam:

Enclosed herein please find articles of incorporation for the above referenced corporation. Also enclosed is my client's check in the amount of \$122.50 to cover the cost of filing and the cost of a certified copy of the filed articles.

Please also note that corporate existence of the corporation commences August 5, 1997.

Please file the foregoing articles and send a certified copy of the filed articles to me at the above address. I appreciate your assistance in this matter.

Sincerely,


James C. Stewart, Jr.

cc: Mr. Frank DeTorfino
Mr. Andrew DeTorfino

FILED
97 AUG - 8 PM 3:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

nu 8/11/97

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97 AUG -8 PM 3:19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

FINO BROTHERS DISTRIBUTORS, INC.,

a Florida corporation

THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the corporation (the "Corporation") is:

FINO BROTHERS DISTRIBUTORS, INC.,
a Florida corporation

SECOND: The principal office or mailing address of the Corporation is:

Apartment 201
825 Newwaterford Drive
Naples, Florida 34104

THIRD: The aggregate number of shares that the Corporation is authorized to issue is SEVEN THOUSAND FIVE HUNDRED (7,500) shares of common stock, the par value of each such share shall be ONE AND NO/100S DOLLARS (\$1.00). Par value shall have no effect on the Corporation's capital structure.

FOURTH: The street address of the initial registered office of the Corporation is:

STEWART & STORTER, ATTORNEYS AT LAW
Suite 101
2121 County Road 951
Golden Gate, Florida 34116-6543,

and the name of the Corporation's initial registered agent at such address is:

JAMES C. STEWART, JR.

FIFTH: The number of directors constituting the initial Board of Directors of the Corporation is two (2), and the names and addresses of the persons who are to serve as directors of the Corporation until the first annual meeting of the shareholders of the Corporation, or until one or more successors have been elected and qualify, are as follows:

FRANK DeTORFINO
Apartment 201
825 Newwaterford Drive
Naples, Florida 34104

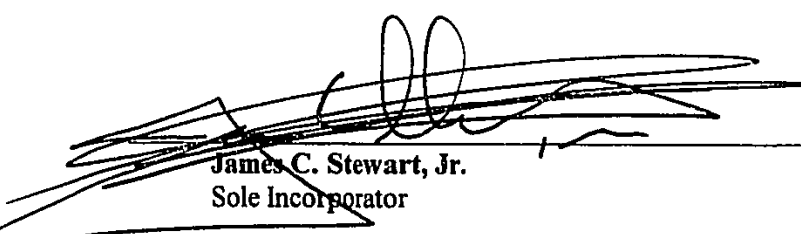
ANDREW DeTORFINO
Apartment 201
825 Newwaterford Drive
Naples, Florida 34104

SIXTH: The name and address of the sole incorporator is:

JAMES C. STEWART, JR., ESQUIRE
STEWART & STORTER, ATTORNEYS AT LAW
Suite 101
2121 County Road 951
Golden Gate, Florida 34116-6543

SEVENTH: The corporate existence of the Corporation shall commence on August 5, 1997.

IN WITNESS WHEREOF, the undersigned, being the sole incorporator hereinbefore named, for the purpose of forming a corporation under the Florida Business Corporation Act, has executed these Articles of Incorporation, this 5th day of AUGUST, 1997.



James C. Stewart, Jr.
Sole Incorporator

I, **JAMES C. STEWART, JR.**, having been designated to act as registered agent, hereby agree to act in such capacity.



JAMES C. STEWART, JR.

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SECRETARY OF STATE
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