

P97000089913



ACCOUNT NO. : 072100000032

REFERENCE : 570240 4656E

AUTHORIZATION

Patricia Pizzuti

COST LIMIT : \$ 122.50

ORDER DATE : October 20, 1997

ORDER TIME : 10:34 AM

ORDER NO. : 570240-005

CUSTOMER NO: 4656E

CUSTOMER: Michele J. Turton, Legal Asst
GREENBERG TRAURIG HOFFMAN
LIPOFF ROSEN & QUENTEL
111 North Orange Avenue
Suite #2050
Orlando, FL 32801

7080012323537--2

DOMESTIC FILING

NAME: KITCHEN OUTLET, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

FILED
OCT 20 1997
TALLAHASSEE, FLORIDA

FILED
OCT 20 1997
TALLAHASSEE, FLORIDA

OCT 20 1997

ARTICLES OF INCORPORATION
OF
KITCHEN OUTLET, INC.

511 37
97 OCT 20 PM 12:10

ARTICLE I - NAME

TALLAHASSEE, FLORIDA

The name of this corporation is **KITCHEN OUTLET, INC.**

ARTICLE II - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the initial principal place of business of the corporation is 4944 Easter Circle, Orlando, Florida 32808. The initial mailing address of the corporation is 4944 Easter Circle, Orlando, Florida 32808.

ARTICLE III - AUTHORIZED SHARES

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is Corporation Service Company, and the initial registered agent of the corporation at that address is 1201 Hays Street, Tallahassee, Florida 32301-2607.

ARTICLE V - INCORPORATOR

The name and address of the incorporator is as follows:

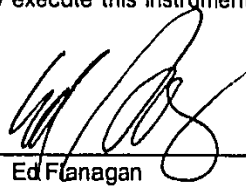
<u>Name</u>	<u>Address</u>
Ed Flanagan	4944 Easter Circle Orlando, FL 32808

ARTICLE VI - INDEMNIFICATION

The corporation shall, to the fullest extent permitted by the laws of Florida, including, but not limited to Section 607.0850 of the Florida Business Corporation Act, as the same may be amended and supplemented from time to time, indemnify any and all directors and officers of the corporation.

IN WITNESS WHEREOF, the undersigned does hereby execute this instrument this 17th day of October, 1997.

By: _____


Ed Flanagan
Incorporator

**FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

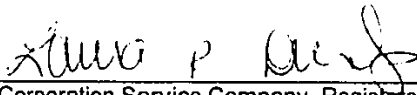
Pursuant to Section 48.091 and Section 607.0501, Florida Statutes, the following is submitted:

That **KITCHEN OUTLET, INC.**, desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 1201 Hays Street, Tallahassee, Florida 32301-2607, has named Corporation Service Company as its agent to accept service within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the Corporation named above, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida Business Corporation Act, relative to the proper and complete performance of my duties as registered agent.

Date: October 17, 1997



Corporation Service Company, Registered Agent

Laura R. Dunlap

97 OCT 20 PM 12:10
TALLAHASSEE, FLORIDA