

P9700108213

Date: December 23, 1997

SECRETARY OF STATE
CORPORATION DIVISION
STATE OF FLORIDA
TALLAHASSEE, FLORIDA 32304

000002382630--8
-12/24/97--01076--009
*****70.00 *****70.00

Re: MUNCHIES BULK IN BINS II
INC.

GENTLEMEN:

ENCLOSED HEREWITH ARE THE ARTICLES OF
INCORPORATION TOGETHER WITH A COPY OF SAID ARTICLES FOR

MUNCHIES BULK IN BINS II, INC.

FILING FEE	\$ 35.00
REGISTERED AGENT	\$ 35.00
	<u>\$ 70.00</u>

RESPECTFULLY SUBMITTED,
ANDREW WINIKOFF

CB
12-26-97

DEC 24 PM 3:13

FILED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF INCORPORATION
of

MUNCHIES BULK IN BINS II, INC.

WE, THE UNDERSIGNED, hereby associate ourselves together for purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida.

ARTICLE I

This name of this corporation shall be:

MUNCHIES BULK IN BINS II, INC.

ARTICLE II

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

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any time is **FIVE HUNDRED (500)** shares of common stock having a par value of **ONE (\$1.00) DOLLAR PER SHARE.**

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than **FIVE HUNDRED (\$500.00) DOLLARS.**

ARTICLE V

The corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

The initial street address of the principal office of the corporation shall be:

C/O H. ELLIOTT GREENE & ASSOC, PA

902 CLINT MOORE ROAD, #132

BOCA RATON, FLORIDA 33487

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The number of Directors of this corporation shall be at least one (1) and no more than five (5).

The names and street addresses of the members of the first Board of Directors of this Corporation are as follows:

ARTICLE IX

ARTICLE X

IN WITNESS WHEREOF, the undersigned, **ANDREW WINIKOFF**
being a natural person competent to contract, have hereunto set his hand and seal this
23 day of Dec 1997.

Andrew Winkoff (SEAL)
(SEAL)

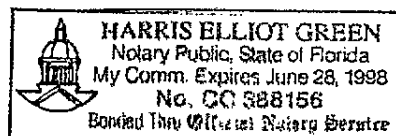
STATE OF FLORIDA)
)SS
COUNTY OF BROWARD)

BEFORE ME, the undersigned Notary Public of the State of Florida personally appeared **ANDREW WINIKOFF**, to me known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

therein expressed.

WITNESS my hand and official seal this 23rd day of December
1997.

~~NOTARY PUBLIC.~~



STATE OF FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT, UPON WHOM
PROCESS MAY BE SERVED.

MUNCHIES BULK IN BINS II, INC.

In pursuance of Chapter 48.091, Florida Statutes, the following is
submitted, in compliance with said Act:

FIRST: That **MUNCHIES BULK IN BINS II, INC.** desiring to organize
under the laws of the State of Florida with its principal offices as indicated in the Articles
of Incorporation, in the City of **BOCA RATON** County of **PALM BEACH** State of
Florida has named **ANDREW WINIKOFF** located at **902 CLINT MOORE ROAD,**
#132, BOCA RATON, 33487 as its agent to accept services of process within this State.

ACKNOWLEDGMENT

Having been named to accept services of process for the above stated corporation,
at the place designated in this certificate, I hereby accept to act in this capacity, and agree
to comply with the provisions of said ACT relative to keeping open said office.

BY: _____

Andrew Winikoff
Resident Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 DEC 24 PM 3:13

FILED