

Neil Greenstein 15100 Gulf Blvd

Madeira Beach, FL 337988 MAR 16 NM 9:33

SECRETARY OF STATE TALLAHASSEE, FLORIDA

March 9, 1998

Florida Department of State Division of Corporation P.O. Box 6327 Tallahassee, FL 32314

100002458081--2 -03/16/98--01070--001 ****122.50 ****122.50

Dear Sirs:

Enclosed are the Articles of Incorporation for Snacks Fifth Avenue, Inc and a check payable to the Secretary of State for \$122.50 to register this name as a State of Florida Corporation.

Please mail charter number and all necessary documents and correspondence to:

Snacks Fifth Avenue, Inc. 15100 Gulf Blvd Madeira Beach, FL 33708

Greensteur

Sincerely,

Neil Greenstein

P. Hall MAR 17 1998

ARTICLES OF INCORPORATION OF SNACKS FIFTH AVENUE, INC.

FILED 98 MAR 16 AM 9: 34 SECRETARY OF STATE TALLAHASSEE, FLORIDA

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

ARTICLE I - NAME

The name of the corporation shall be Snacks Fifth Avenue, Inc.. The principal place of business of this corporation shall be 15100 Gulf Blvd., Madeira Beach, FL 33708.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$ 1.00 per share.

ARTICLE IV - ADDRESS

The street address of the initial registered office of the corporation shall be 15100 Gulf Blvd., Madeira Beach, FL 33708, and the initial registered agent of the corporation at that address is Neil Greenstein.

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted , in compliance with said Act:

Snacks Fifth Avenue, Inc. desiring to organize under the laws of the State of Florida with its principal office as indicated in the foregoing Articles of Incorporation, at the City of Madeira Beach, County of Pinellas, State of Florida, has named Neil Greenstein, of the City of Madeira Beach, County of Pinellas, State of Florida, as its Registered Agent to accept service of process within this state.

Having been named to accept service of process for the above-named corporation, at the place designated in the above Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

STATE OF FLORIDA

COUNTY OF PINELLAS

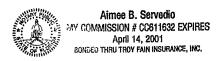
BEFORE ME, the undersigned authority, this day personally appeared Neil Greenstein, who being by me first duly sworn, deposes and says that he executed the foregoing freely and voluntarily.

Sworn to and subscribed before me the 11th day of March

Notary Public, State of Florida

Aimee B. Servedio

My Commission Expires: 2/14/01



ARTICLE VI - DIRECTORS

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This corporation shall have no directors, initially the lateration of the corporation will be managed by the shareholders untill such time as directors are designated as provided by Athle By-Laws.

ARTICLE VII - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Neil Greenstein 15100 Gulf Blvd. Madeira Beach, FL 33708

IN WITNESS WHEREOF, the undersigned has hereto set his hand and seal on this 11^{16} day of 1998.

Neil Greenstein

STATE OF FLORIDA

COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, this day personally appeared Neil Greenstein, who being by me first duly sworn, deposes and says that he executed the foregoing freely and voluntarily.

Notary Public, State of Florida

at Large

Aîmee B. Servedio

My Commission Expires: >/١٩/٥١

