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June 19, 1998

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*****78.50 *****78.50

Secretary of State
Divisions of Corporations
PO Box 6327
Tallahassee, FL 32314


RE: Filing of Articles of Incorporation

Dear Sirs:

Please accept the enclosed original and one copy of Articles of Incorporation for filing. Enclosed also is our check in the amount of \$78.50 to cover the cost of filing fee, registered agent fee, and Certificate of Good Standing.

Thank you for your help in this matter.

Very truly yours,


ROBERT C. ADAMSKI

RCA/tb

Enclosure

FILED
98 JUN 25 AM 9:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH JUN 25 1998

ARTICLES OF INCORPORATION

Ram's Bakery Enterprises, Inc.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, Florida Statutes, Chapter 607, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is: **Ram's Bakery Enterprises, Inc.**

ARTICLE II: PRINCIPAL PLACE OF BUSINESS

The principal place of business is: **6565 Wakefield Drive
Fort Myers, FL 33912**

ARTICLE III: DURATION

The corporation shall begin business upon filing these Articles of Incorporation. The corporation shall have perpetual existence, except that the same may be dissolved as provided by law.

ARTICLE IV: PURPOSE

The corporation may engage in any lawful 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 TEN THOUSAND shares of common stock. Such shares shall have a par value of ONE DOLLAR per share.

ARTICLE VI: SUBSCRIBERS

The name and post office address of the Incorporators and the subscribers to these Articles of Incorporation are:

**Rotem Grosman
6565 Wakefield Drive
Fort Myers, Florida 33912**

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The incorporators each subscribe to ONE THOUSAND shares of stock in the corporation.

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 and perform other duties and responsibilities as authorized and provided by law. The name and address of each initial Director of the Corporation is as follows:

Rotem Grosman
6565 Wakefield Drive
Fort Myers, Florida 33912

ARTICLE VIII: REGISTERED AGENT


The street address of the initial Registered Office of the corporation is:
6565 Wakefield Drive, Fort Myers, Florida 33912

The name of the initial Registered Agent at that address is: **Rotem Grosman.**

ARTICLE IX: 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.

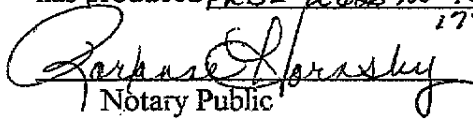
IN WITNESS WHEREOF, the undersigned, being the incorporator(s) and initial subscriber(s) to the capital stock hereinbefore mentioned for the purpose of forming a corporation as herein provided under the laws of the State of Florida, do make, subscribe, acknowledge and file the foregoing Articles of Incorporation, hereby certifying the facts herein above to be true, and further agree to take the number of stock hereinbefore mentioned for the purpose of forming a corporation as herein provided under the laws of the State of Florida, all being done this 19 day of **June, 1998**, A.D.

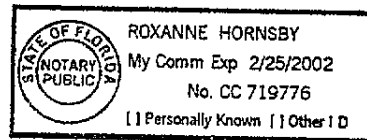

Rotem Grosman

ACKNOWLEDGMENT BY NOTARY PUBLIC

STATE OF FLORIDA
COUNTY OF LEE

I HEREBY CERTIFY the foregoing instrument was acknowledged before me
this 19 day of **June, 1998**, by **Rotem Grosman** who are personally known to me or who
has produced FLDL # 2625-720-76 as identification and who did (did not) take an oath.
1790


Notary Public




My Commission Expires:

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 **Ram's Bakery Enterprises, Inc.** does
hereby accept the appointment as Registered Agent of said corporation.

DATED this 19 day of **June, 1998**, A.D.


Rotem Grosman

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TALLAHASSEE, FLORIDA