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MARTIN C. BOIRE, P.A.

ATTORNEY AT LAW • BUSINESS CONSULTANT

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December 4, 1998

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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*****70.00 *****70.00

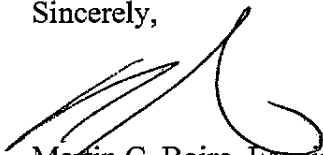
Re: Incorporation of Freedom Kitchens, Inc

Gentlemen:

Enclosed herewith is an original and one copy of the proposed Articles of Incorporation and Designation of Registered Agent for the aforementioned corporation. Also enclosed is my client's check for \$70.00. Please send the file-stamped copy to me at the above address.

Thank you.

Sincerely,



Martin C. Boire, Esquire

MCB:ba
Encl.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION
OF
FREEDOM KITCHENS, INC.

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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
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ARTICLE I - NAME

The name of this corporation shall be FREEDOM KITCHENS, INC.

ARTICLE II - DURATION

The term of existence of the corporation shall be perpetual.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of conducting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 100 shares of common stock, each share with a par value of \$1.00.

ARTICLE V - BOARD OF DIRECTORS

The corporation shall be managed under the direction of a board of directors. The corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the Bylaws. The initial director shall be David Galba, Sr. 145 Brandy Hills Drive, Daytona Beach, FL 32119.

ARTICLE VI - INITIAL PRINCIPAL OFFICE

The initial principal office or mailing address of the corporation shall be 145 Brandy Hills Drive, Daytona Beach, FL 32119.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The initial registered agent of this corporation shall be Martin C. Boire, Esquire, and the street address of the initial registered office of this corporation shall be 595 West Granada Avenue, Suite J, Ormond Beach, FL 32174.

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors.

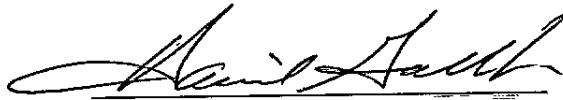
ARTICLE IX - INCORPORATOR

The name and address of the Incorporator of this corporation is David Galba, Sr., 145 Brandy Hills Drive, Daytona Beach, FL 32119.

ARTICLE X - AMENDMENT

The right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, including those matters set forth in Florida Statute 607.1007 is reserved to the shareholders.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation of 44 day of December, 1998.

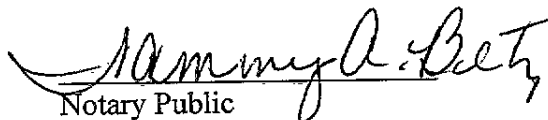


David Galba, Sr.

STATE OF FLORIDA
COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day before me personally appeared David Galba, Sr. to me known based upon presentment and examination of a Florida driver's license less than five years old to be the person described in and who executed the foregoing document, and who, being placed under oath, swore and acknowledged before me that Affiant executed the same as Affiant's free act and deed for the purposes set forth therein, and that the matters set forth therein are true and correct.

WITNESS MY HAND and official seal in the place aforesaid this 44 day of December, 1998.



Notary Public



Tammy A. Betz
MY COMMISSION # CG856634 EXPIRES
October 4, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

ACCEPTANCE OF REGISTERED AGENT

BEFORE ME, the undersigned authority duly authorized in this jurisdiction to administer oaths, this day personally appeared Martin C. Boire, Esquire (hereinafter "Affiant") who, after being duly sworn, deposes, makes oath and says:

That Affiant accepts the designation as registered agent of FREEDOM KITCHENS, INC., as set forth in of the Articles of Incorporation which this Acceptance accompanies;


That Affiant's street address as said registered agent is 595 West Granada Boulevard, Suite J, Ormond Beach, FL 32174.


Martin C. Boire

STATE OF FLORIDA COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day before me personally appeared Martin C. Boire, Esquire, to me known based upon presentment and examination of a Florida driver's license less than five years old to be the person described in and who executed the foregoing document, and who, being placed under oath, swore and acknowledged before me that Affiant executed the same as Affiant's free act and deed for the purposes set forth therein, and that the matters set forth therein are true and correct.

WITNESS MY HAND and official seal in the place aforesaid, this 04 day of December, 1998.


Notary Public
NOTARY PUBLIC - STATE OF FLORIDA
SOL SASHIN
COMMISSION # CC878012
EXPIRES 12/20/2001
BONDED THRU ASA 1-888-NOTARY1

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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