

ACCOUNT NO.: 07210000032

REFERENCE :

AUTHORIZATION:

COST LIMIT : \$ 70.00

ORDER DATE: March 5, 1999

ORDER TIME : 9:55 AM

200002799222--9

ORDER NO. : 158870-005

CUSTOMER NO: 146486A

CUSTOMER: Paul Larrow, CPA

CAPE CORAL ACCOUNTING SERVICE CAPE CORAL ACCOUNTING SERVICE

Suite 205

3501 Del Prado Boulevard Cape Coral, FL 33904-4134

DOMESTIC FILING

NAME:

DEBONO'S, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

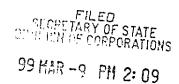
CERTIFIED COPY

PLAIN STAMPED COPY

__ CERTIFICATE OF GOOD STANDING ...

CONTACT PERSON: Maria Stephens

EXAMINER'S INITIALS:



ARTICLES OF INCORPORATION

OF

DEBONO'S, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

DEBONO'S, INC.

The address of the principal office of this corporation shall be 2200 Santa Barbara Boulevard, Cape Coral, Florida 33991, and the mailing address of the corporation shall be the same.

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 one time is 10,000 shares of common stock having \$no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 3501 Del Prado Boulevard,

Cape Coral, Florida 33904, and the name of the initial registered agent of the corporation at that address is Paul L. Larrow.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Chuck Debono

2200 Santa Barbara Boulevard, Cape Coral, FL 33991

Don Debono

Same

ARTICLE VII. INCORPORATOR

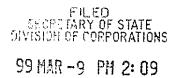
The name and street address of the incorporator to these Articles of Incorporation:

The Company Corporation
1013 Centre Road
Wilmington, Delaware 19805

The undersigned incorporator has executed these Articles of Incorporation on March 9, 1999.

Its Incorporator, Karen B. Rozar

DBC/MSN



ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

Paul L. Larrow, an individual residing in this state, having a business office located at 3501 Del Prado Blvd, Suite 205; Cape Coral, Florida 33904, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

DEBONO'S, INC.

Paul L. Larrow is familiar with and accepts the obligations of the position of Registered Agent under Section 607-0505, Florida Statutes.

BA:T

Paul L. Larrov