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**FLANAGAN & MENCHINGER**

CERTIFIED PUBLIC ACCOUNTANTS, P.A.  
2831 RINGLING BOULEVARD  
SUITE 204-B  
SARASOTA, FLORIDA 34237

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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## ARTICLES OF INCORPORATION

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TALLAHASSEE, FLORIDA

BY THESE ARTICLES OF INCORPORATION, the incorporator forms a corporation for profit under Florida law.

1. NAME. The name of this corporation is The Poka Dot Deli, Inc.
2. TERM. This corporation shall exist perpetually.
3. PURPOSE. The purpose of this corporation is to conduct any lawful business.
4. CAPITAL STOCK. This corporation is authorized to issue 1,000 shares of common stock of a par value of \$1.00 a share. The board of directors may dispose of the authorized but unissued stock from time to time. No stockholder has a preemptive right to purchase unissued or treasury stock or securities convertible into or carrying a right to subscribe to or acquire stock.
5. REGISTERED AGENT. The registered agent for this corporation is Patresia Riley and the registered office and principal address are located at 320 N. Oxford Drive Englewood, Florida 34295
6. DIRECTORS. This corporation shall have two directors initially. The number shall be fixed by the bylaws and may be changed from time to time.
7. INITIAL DIRECTORS. The name and street address of the first board of directors is:

Patresia S. Riley  
320 N. Oxford Drive Englewood, Florida 34295

Kenneth H. Riley  
320 N. Oxford Drive Englewood, Florida 34295

He shall hold office until the first annual meeting of stockholders.

8. INCORPORATOR. The name and street address of the incorporator is Patresia Riley and the registered office is located at 320 N. Oxford Drive Englewood, Florida 34295.

9. BYLAWS. After adoption of the initial bylaws by the directors, bylaws may be adopted, amended, or repealed by the stockholders of this corporation. The board of directors may adopt laws, subject to the stockholders' approval, at their next ensuing meeting. But the bylaws adopted by the board of directors shall not conflict with those adopted by the stockholders.

10. STOCK RESTRICTIONS. By agreement, the stockholders and this corporation may restrict or limit the sale or transfer, or both, of stock of this corporation, restrict the right to encumber the stock, and provide for the consideration to be paid for the stock after its original issuance. The bylaws shall provide for transfer on the corporate books in conformity with any agreement.

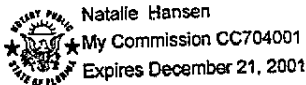
DATED:

8/9/99

Patresia Riley  
Patresia Riley

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me on Aug 9<sup>th</sup>, 1999 by Patresia Riley who is personally known to me.



[Signature]  
Notary Public

#### CONSENT OF REGISTERED AGENT

HAVING BEEN NAMED as registered agent for this corporation at the registered office designated in the foregoing articles of incorporation, the undersigned accepts the designation.

Patresia S. Riley

By: Patresia S. Riley

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