

TRANSMITTAL LETTER

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

400003022364--4
-10/22/99--01068--003
****122.50 *****78.75

SUBJECT: DENNY WHOLESALE SERVICES, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: LIBO B. FINEBERG, ESQ.
Name (Printed or typed)

3500 GATEWAY DRIVE, SUITE 201
Address

POMPANO BEACH, FLORIDA 33069-4870
City, State & Zip

(954) 975-6060
Daytime Telephone number

FILED
1999 OCT 22 PM 3:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

A. Howell OCT 25 1999

FILED

1999 OCT 22 PM 3:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

DENNY WHOLESALE SERVICES, 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:

DENNY WHOLESALE SERVICES, INC.

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 5,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV ADDRESS

The original principal place of business of this corporation shall be 3500 Gateway Drive, Suite 102, Pompano Beach, FL 33069, and the mailing address shall be the same.

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 limitations set forth in these Articles of Incorporation. The names and addresses of the initial members of the Board of Directors are:

ALAN NEWMAN
NANCY SCOFIELD
3500 Gateway Drive, Suite 103
Pompano Beach, Florida 33069

ARTICLE VII OFFICERS

The names and address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

ALAN NEWMAN, President, Treasurer, Assistant Secretary
NANCY SCOFIELD, Vice President, Secretary, Assistant Treasurer
3500 Gateway Drive, Suite 103
Pompano Beach, Florida 33069

ARTICLE VIII INCORPORATOR

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

ALAN NEWMAN
3500 Gateway Drive, Suite 103
Pompano Beach, FL 33069

ARTICLE IX REGISTERED AGENT

The name and address of the initial Registered Agent and
Registered Office is:

LIBO B. FINEBERG, ESQ.
3500 Gateway Drive, Suite 201
Pompano Beach, Florida 33069

IN WITNESS WHEREOF, the undersigned has hereunto set his hand
and seal to these Articles of Incorporation on this 20th day of
OCTOBER, 1999.

Alan Newman
ALAN NEWMAN

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 20th
day of OCTOBER, 1999, by ALAN NEWMAN, who is personally
known to me or has produced _____
as identification.

My Commission expires:

Gustavo A. Fortich
Notary Public Signature
Printed Name: GUSTAVO A. FORTICH



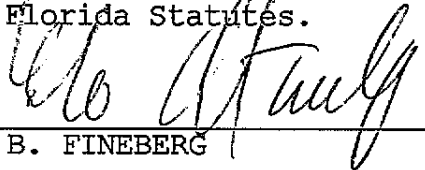
GUSTAVO A. FORTICH
COMMISSION # CC 567382
EXPIRES JUN 25, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

ACCEPTANCE OF REGISTERED AGENT DESIGNATED

IN ARTICLES OF INCORPORATION

Having been named as Registered Agent and to accept service of
process for DENNY WHOLESALE SERVICES, INC., at the place designated
in the Articles of Incorporation, I hereby accept the appointment
as Registered Agent and agree to act in this capacity.

I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as Registered Agent under Section 607.0505, Florida Statutes.



LIBO B. FINEBERG

Date: 10-20-99

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1999 OCT 22 PM 3:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA