

P97000052274



ACCOUNT NO. : 072100000032

REFERENCE : 426553 6124D

AUTHORIZATION : Patricia Pizutti

COST LIMIT : \$ 122.50

ORDER DATE : June 12, 1997

ORDER TIME : 2:06 PM

ORDER NO. : 426553-005

CUSTOMER NO: 6124D

800002210898--1

CUSTOMER: Ms. Susan A. Hess
QUARLES & BRADY

222 Lakeview Avenue, 4th Floor

West Palm Beach, FL 33401

DOMESTIC FILING

NAME: PGA ICE CREAM & YOGURT, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tonya C. Holliday

EXAMINER'S INITIALS:

FILED RECEIVED
97 JUN 12 PM 4:05 97 JUN 12 PM 3:22
STATE DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA

4

84 JUN 12 1997

ARTICLES OF INCORPORATION
OF
PGA ICE CREAM & YOGURT, INC.

FILED
97 JUN 12 PM 4:05
TALLAHASSEE, FLORIDA

I, the undersigned natural person, acting as incorporator of a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I
Name

The name of the corporation is PGA Ice Cream & Yogurt, Inc.

ARTICLE II
Principal Office and Mailing Address

The address of the principal office of the corporation is 3078 Casa Rio Court, Palm Beach Gardens, Florida 33418.

ARTICLE III
Purposes

The purposes for which the corporation is organized are to engage in any lawful activity within the purposes for which a corporation may be organized under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes.

ARTICLE IV
Capital Stock

The aggregate number of shares which the corporation shall have authority to issue is Ten Thousand (10,000) shares, consisting of one class only, designated as "Common Stock," of the par value of One Dollar (\$1.00) per share.

ARTICLE V
Directors

The affairs of the corporation shall be managed by a Board of Directors whose number and qualifications shall be fixed by the Bylaws.

ARTICLE VI
Right to Purchase Own Shares

The corporation shall have the right to acquire its own shares from time to time, upon such terms and conditions as the Board of Directors shall fix.

ARTICLE VII
Registered Office and Agent

The address of the initial registered office of the corporation is 3078 Casa Rio Court, Palm Beach Gardens, Florida 33418, and the name of its initial registered agent at such address is Susan A. Hess.

ARTICLE VIII
Incorporator

The name and address of the incorporator is Susan A. Hess, 3078 Casa Rio Court, Palm Beach Gardens, Florida 33418.

Executed this 11th day of June, 1997.

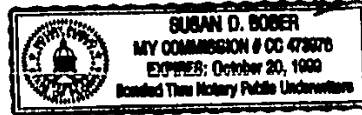
Susan A. Hess
Susan A. Hess, Incorporator

STATE OF FLORIDA)
) SS
PALM BEACH COUNTY)

Personally appeared before me this 11 day of June, 1997, the above-named Susan A. Hess. She is personally known to me or has produced a driver's license as identification and did take an oath.

(NOTARY SEAL)

Susan D. Bober
Notary Public
My Commission Expires:



JUN 12 PM 4:05
STATE OF FLORIDA

CERTIFICATE OF ACCEPTANCE OF DESIGNATED REGISTERED AGENT AND REGISTERED OFFICE FOR SERVICE OF PROCESS.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

1. That PGA Ice Cream & Yogurt, Inc., desiring to organize under the laws of the State of Florida, has named Susan A. Hess located at 3078 Casa Rio Court, Palm Beach Gardens, Florida 33418, as its agent to accept service of process within Florida.

Susan A. Hess
Susan A. Hess
Incorporator

Dated: June 11, 1997.

2. That, having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate. The undersigned hereby agrees to act in this capacity and agrees to comply with the provisions of Chapter 48.091, F.S., relative to keeping open said office.

Registered Agent

Susan A. Hess
Susan A. Hess

Dated: June 11, 1997

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