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JOHN EUGENE SULLIVAN
GARDNER WISE BECKETT
OF COUNSEL
(1921-1993)

March 28, 1996

BRANCH OFFICE
ST. PETERSBURG, FLORIDA
(813) 347-4645

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

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-04/02/96--01082--018
*****70.00 *****70.00

Re: CHOCOLATE EXPRESS, INC.

Dear Sirs:

Enclosed is an original and one copy of Articles of Incorporation for the above captioned corporation and a check payable to your order in the amount of \$70.00. Please return a file-stamped copy of the Articles of Incorporation to my office in the envelope provided.

Very truly yours,

John E. Sullivan
John E. Sullivan

JES/pmt
Enclosures

RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 APR -1 AM 10:14

FILED

GB 4/8/96

ARTICLES OF INCORPORATION
OF
CHOCOLATE EXPRESS, INC.

FILED
95 APR -1 AM 10:14
CLERK OF STATE
TALLAHASSEE, FLORIDA

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:

CHOCOLATE EXPRESS, INC.

The address of the principal office of this corporation shall be 2508 Oak Landing Drive, Brandon, FL 33511, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in 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 \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2508 Oak Landing Drive, Brandon, Florida 33511, and the name of the initial registered agent of the corporation at that address is Reade Baxley.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have three officers and two directors, initially. The names and street addresses of the initial officers and directors who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Reade Baxley Dir/Pres/Sec/Treas	2508 Oak Landing Drive Brandon, FL 33511
Sally Zimmer Baxley Director	2508 Oak Landing Drive Brandon, FL 33511

ARTICLE VII. INCORPORATOR

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

Reade Baxley
2508 Oak Landing Drive
Brandon, FL 33511

IN WITNESS WHEREOF, the undersigned incorporator has signed these Articles of Incorporation on the 28 day of March, 1996.


Reade Baxley

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Reade Baxley having a business office identical with the registered office of the corporation named in the foregoing Articles, and having been designated as the Registered Agent in the foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


Reade Baxley

95 APR -1 MID-14