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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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To:

Division of Corporations
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From:

Account Name : EMPIRE CORPORATE KIT COMPANY
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DIVISION OF CORPORATIONS
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FLORIDA PROFTT CORPORATION OR P.A.

CUTIE PIES, INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

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ARTICLES OF INCORPORATION
OF
CUTIE PIES, INC.ARTICLE I

The name of this corporation is CUTIE PIES, INC. The principal address of the corporation is 3967 194th Trail, North Miami Beach, Florida 33160.

ARTICLE II

This corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE III

This corporation is organized for the following purpose: To engage in the transaction of any and all lawful business whatsoever.

ARTICLE IV

This corporation is authorized to issue One Thousand (1,000) shares of One Hundred Dollars (\$100.00) par value common stock.

ARTICLE V

The street address of the initial registered office of this corporation is 46 S. W. First Street, Fourth, Floor, Miami, Florida 33130 and the name of the registered agent of this corporation at that address is Keith D. Diamond.

ARTICLE VI

This corporation shall have one (1) director initially. The number of director(s) may be increased or diminished from time to time by the By Laws, but shall never be less than one. The name and address of the initial director of this corporation and of the corporation is:

Michelle Eidelstein 3967 194th Trail
North Miami Beach, Florida 33160

The officers of the corporation are as follows:

Michelle Eidelstein President, Vice-President,
Secretary, Treasurer

Prepared By: Keith Diamond, Esq
Fla. Bar No: 708516
46 S.W. First Street, #400
Miami, Florida 33130
(305) 358-0034

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H00000003714ARTICLE VII

The name and address of the person signing these Articles is Keith D. Diamond, 46 S. W. First Street, Fourth Floor, Miami, Florida 33130.

ARTICLE VIII

The power to adopt, alter, named or repeal By-laws shall be vested in the Florida General Corporation Act.

ARTICLE IX

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE X

The corporation shall indemnify any office or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 24 day of January, 2000.

I AM HEREBY familiar with and accept the duties and responsibilities as registered agent for said corporation.

KEITH D. DIAMOND
Subscriber and Registered Agent

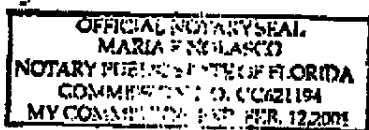
STATE OF FLORIDA)
: ss.
COUNTY OF DADE)

24 The foregoing instrument was acknowledged before me on this day of January, 2000, by Keith D. Diamond, who is personally known to me.

NOTARY PUBLIC, State of Florida
At Large

Print Name: MARIA E. NOBLASCO

My Commission Expires:

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