TRANSMITTAL LETTER

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

| SUBJECT: | Poppa Jims (Proposed corp | porate name - must include suffix) |
|----------|------------------------------|---|
| | | 0000031272701 -02/08/0001062001 *****87.50 *****87.50 |

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 of Status **□**\$78.75

Filing Fee

& Certified Copy

\$87.50

Filing Fee,

Certified Copy & Certificate of

Status

ADDITIONAL COPY REQUIRED

| FROM: Gaa Cynthia P. Morgan | | | |
|-----------------------------------|---------|---------|-----|
| Name (Printed or typed) | NEC SEC | 00 FEB | |
| 3809 Golf Course Rd. | AHAS | 1 | A P |
| Address | | 8 A | |
| Perry, FL 32347 City, State & Zip | CORIDA | 1 9: 42 | |
| , | 124 | 10 | |
| (850) 584-5950 | | - | |
| Daytime Telephone number | | | |

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

ARTICLES OF INCORPORATION

OF

POPPA JIM'S, INC.

OOFEB-8 AM 9: 42
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is: POPPA JIM'S, INC.

ARTICLE II. NATURE OF BUSINESS

This corporation is organized for the purpose of engaging in and transacting any and all lawful business or activity permitted under the laws of the United States and of this State.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is:

ONE HUNDRED SHARES of common stock having a nominal or par value of FIVE DOLLARS (\$5.00) per share.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is: 3809 Golf Course Road, Perry, FL 32347. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII. DIRECTORS

This corporation shall have two directors initially.

The number of directors may be increased or diminished from time to time by-laws adopted by the stockholders.

ARTICLE VIII. INITIAL DIRECTORS AND OFFICERS

The names and post office addresses of the members of the first Board of Directors, the President, and the Secretary,

Treasurer who shall hold office for the first year of existence of the corporation, or until their successors shall have been elected and qualified are:

Cynthia P. Morgan President and Director and Director

3809 Golf Course Road Perry, FL 32347

David G. Morgan Vice-President, Secretary/Treasurer And Director

3809 Golf Course Road Perry, FL 32347

Perry, FL 32347

ARTICLE IX. SUBSCRIBERS

The names and post office addresses of the subscribers and the number of shares of stock which they agree to take are as follows:

Cynthia P. Morgan 67 Shares 3809 Golf Course Road Perry, FL 32347

David G. Morgan 33 Shares 3809 Golf Course Road

ARTICLE X. RESIDENT AGENT

The agent named to accept service of process within this State is Cynthia P. Morgan, 3809 Golf Course Road, Perry, FL 32347.

ACCEPTANCE

Having been named to accept service of process of Poppa _____ Jim's, Inc. at the place designated above, I hereby accept to act in

this capacity and agree to comply with the applicable provisions of the Florida Statues.

Cypthia P. Morgan

ARTICLE XI. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment, to these Articles of Incorporation be made.

Cynthia P. Morgan

Incorporator.

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

| | | TIT | • |
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| SUBJECT: | TOPPA | lims -Loc. | |
| | —————————————————————————————————————— | (Proposed corporate name - mu | st include suffix) |

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Filing Fee

Filing Fee

& Certificate of Status

□\$78.75

Filing Fee

& Certified Copy

X \$87.50

Filing Fee,

Certified Copy & Certificate of

Status

ADDITIONAL COPY REQUIRED

| FROM: Gaa Cynthia P. Morgan Name (Printed or typed) | TALI BS | 90 | |
|---|---------------------|----------|----|
| 3809 Golf Course Rd. | CRETARY LAHASSEI | FEB -8 | |
| Perry, FL 32347 City, State & Zip | OF STATE | AM 9: 42 | ## |
| (850) 584-5950 | | | |

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7 / /

Cynthia P. Morgan

Incorporator

FILED 00 FEB -8 AM 9: 42 SECRETARY OF STATE