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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
Fax Number : (850) 922-4001

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 APR 20 AM 7:46

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FLORIDA PROFIT CORPORATION OR P.A.**TREATS BY THE BEACH, INC.**

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ARTICLES OF INCORPORATION
OF
TREATS BY THE BEACH, INC.

We, the undersigned, hereby declare to organize for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provision of the Statutes of the State of Florida, providing for the formation, liabilities, rights, privileges and immunities of a corporation for profit.

ARTICLE I.

NAME OF CORPORATION

The name of the corporation shall be:

Treats By The Beach, Inc.

Prepared by:

H. Paul Smith

235 Commercial Boulevard

Lauderdale By The Sea, FL 33308

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ARTICLE II.

GENERAL NATURE OF BUSINESS

The general nature of the business and the objects and purposes to be transacted and carried on are to make and perform contracts of any kind and description, and for the purpose of attaining any of the objects of the corporation, to do and perform any other acts or things, and to exercise any and all powers with a co-partnership or natural person could do and exercise, and which are now, or hereafter may be, authorized by law, and generally do and perform any and all things necessary or incident to the performance and carrying out of the powers herein above specifically delegated or implied, within or without the State of Florida, or at any and all places whether within or without the United States of America.

ARTICLE III.

CAPITAL STOCK

The authorized capital stock of this corporation shall be: SEVEN THOUSAND FIVE HUNDRED (7,500) SHARES OF COMMON STOCK, ONE DOLLAR (\$1.00) PAR VALUE.

ARTICLE IV.

PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation shall be 235 Commercial Boulevard, Lauderdale By The Sea, FL 33308.

ARTICLE V.

CORPORATE EXISTENCE

This corporation shall commence on the date of subscription and acknowledgement of these Articles, and shall be perpetual thereafter unless sooner dissolved according to law.

ARTICLE VI.

REGISTERED AGENT

The street address of the initial registered office of this corporation is 235 Commercial Blvd., Lauderdale By The Sea, FL 33308 and the name of the registered agent of this corporation at that address is H. Paul Smith.

ARTICLE VII.

NUMBER OF DIRECTORS

The number of directors of this corporation shall be not less than (1) and not more than (5).

ARTICLE VIII.

DIRECTORS, OFFICERS, INCORPORATORS, AND SUBSCRIBERS

The name and address of the first Board of Directors, Officers, and
Subscriber:

H. Paul Smith

235 Commercial Blvd.

Lauderdale By The Sea, FL 33308

Douglas S. Nickerson

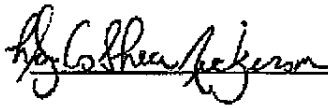
235 Commercial Blvd.

Lauderdale By The Sea, FL 33308

IN WITNESS WHEREOF, We have hereunto set our hands this 20th day of
April, 2000.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

 (SEAL)
H. Paul Smith

 (SEAL)
Douglas S. Nickerson

I hereby agree to act as Registered Agent for the above named
corporation.


H. Paul Smith

STATE OF FLORIDA)

) SS:

COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared before me H. Paul Smith and Douglas S. Nickerson personally known to me and known to me to be the persons described herein as the Incorporators, and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed such Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid this 20th day of , A.D. 2000.



Miguel San Miguel

NOTARY PUBLIC