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May 12, 2000

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 100003262011--3 -05/22/00--01117-021 ******78.50 ******78.50 ...

Gentlemen:

Enclosed please find the original Articles of Incorporation for Italia Ices, Inc., St. Augustine, Florida, and our check in the amount of \$ 78.50.

Please file the articles and forward the certificate of incorporation along with certified copies to our office. Thank you for your kind attention to this matter.

J. STEPHEN ALEXANDER

19 Old Mission Avenue, St.

Augustine, Florida 32084.

Sincerely,

Torree Alexander

Secretary for J. Stephen Alexander

ECRETARY OF STATE LLAHASSEE, FLORIDA

enclosures

FILED
2000 MAY 22 PM 2: 21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles Of Incorporation of ITALIA ICES, INC.

The undersigned, acting hereby as Incorporator for the purpose of becoming a corporation under the laws of the State of Florida, providing for the formation, liabilities, rights, privileges and immunities of a corporation for profit, pursuant to Chapter 607, Florida Statutes, and other applicable law, do hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of this corporation shall be ITALIA ICES, INC., 5865 SR 16, St. Augustine, Florida 32092-0625, (904) 940-9262.

ARTICLE II

DURATION

This corporation shall have a perpetual existence unless sooner dissolved according to law. Upon dissolution of the corporation all assets of the corporation, including real property and bank accounts, shall be given to: Alexander and Frances Di Gregorio, 5865 SR 16, St. Augustine, Florida 32092-0625, social security number 082-26-3525, (904) 940-9262.

ARTICLE III

PURPOSE

The purpose of this corporation is to manufacture and wholesale Lemon Ice (food and drink), the corporation may be incorporated under the Florida General Corporation Act.

ARTICLE IV

DIRECTORS

Alexander Di Gregorio, President and Frances Di Gregorio Secretary/Treasurer, 5865 SR 16, St. Augustine, Florida 32092-0625, (904) 940-9262.

ARTICLE V

OFFICERS

The officers of the corporation are to be managed by a President and a Secretary/Treasurer. Such officers will be elected annually by the Directors of the corporation. The names of the persons who are to serve as officers until the first election of officers under these Articles of Incorporation are as follows: Alexander DiGregorio and Frances Di Gregorio.

ARTICLE VI

MEMBERS

The corporation shall have members. Approval of members and termination of membership shall be in accordance with the By-Laws of the corporation.

ARTICLE VII

BY-LAWS

The By-Laws of the corporation are to be made, altered or rescinded by the Directors.

ARTICLE VIII

AMENDMENTS TO ARTICLES

These Articles of Incorporation may be amended by the act of the Directors. Such amendments may be proposed and adopted in the manner provided in the By-Laws of the Corporation.

ARTICLE IX

ANNUAL MEETING

The officer of the corporation are to be managed by a President and a Secretary/Treasurer. Such officers will be elected annually by the Directors of the corporation. The names of the persons who are to serve as officers until the first election of officers under these Articles of Incorporation are as follows: Alexander DiGregorio and Frances DiGregorio.

ARTICLE X

SHARES OF STOCK

There are 100 (one hundred) shares of stock.

IN WITNESS WHEREOF, the undersigned has made and subscribed to the foregoing Articles of Incorporation on this 1540 day of May 2000. DATE: DATE: STATE OF FLORIDA COUNTY OF ST. JOHNS I, the undersigned, an officer authorized to administer oaths and take acknowledgments in and for the State of Florida, do hereby certify that on the 15th day of _______, 20 personally came before me, _______, and _______, and signed the foregoing Articles of Incorporation, and acknowledged to and before me that he executed the same as his/her free act and deed, for the uses and purposes therein set forth. IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at St. Augustine, St. Johns County, Florida, the day and year aforesaid.) Personally known Produced ID: Notary Public 0-606-PE-000-602602-0 State of Florida at Large PLDL D 262-241.35-849-0

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST: J. STEPHEN ALEXANDER as Resident Agent, 19 Old Mission Avenue, St. Augustine, Florida 32084.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.

J. Stephen Alexander, ESQUIRE

Registered Agent

SECRETARY OF STATE