CAPITAL CONNECTION, INC. 41/12. Virginia Street, Suite 1 • Tallahassee, Florida 32302 1-800-342-8062 • Fax (850) 222-1222 Art of Inc. File_____ LTD Partnership File____ Foreign Corp. File____ L.C. File_____ Fictitious Name File___ Trade/Service Mark___ Merger File___ Art. of Amend. File_____ RA Resignation_____ Dissolution / Withdrawal_____ Annual Report / Reinstatement__ Cert. Copy_____ Photo Copy_____ Certificate of Good Standing_____ Certificate of Status_____ Certificate of Fictitious Name_____ Corp Record Search____ Officer Search___ Fictitious Search___ Fictitious Owner Search_____ Signature Vehicle Search_ Driving Record___ UCC 1 or 3 File____ Requested by: UCC 11 Search_ Date UCC 11 Retrieval_ Name Will Pick Up _ Walk-In _

ELECTION OF ST THE THE CORPORA

ARTICLES OF INCORPORATION

00 SEP 18 PM 4: 29

OF

THE SPICE ZONE, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is The Spice Zone, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 423 Duval Street, Building C, Key West, FL 33040.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is five hundred (500) shares having a par value of (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Seth D. Corneal, 608 Whitehead Street, Key West, Florida 33040.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of the initial Board of Directors of the corporation is Mr. Maor Kainan, 423 Duval Street, Building C, Key West, Florida 33040.

The undersigned has executed these Articles of Incorporation this 18th day of September 2000.

"Capital Connection, Inc. by Stacey Leggett, Client Representative"

Starry Legett

FILED SECPETARY OF STATE DIVISION OF CARPORATIONS

CERTIFICATE OF DESIGNATION

00 SEP 18 PM 4: 29

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the mentioned corporation, organized under the law of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

- 1. The name of the corporation is The Spice Zone, Inc.
- The name and address of the registered agent and office is SETH D. CORNEAL, 608
 Whitehead Street, Key West, Florida 33040.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.

Dated this <u>15^{nt}</u> day of ______, 2000.

SETH D. CORNEAL