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LAW OFFICES OF
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FILED

00 DEC -4 AM 11: 58

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

12/01/00

December 1, 2000

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32301

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-12/04/00--01129--014
*****78.75 *****78.75

Re: ZOLLIN'S BLACK FOREST EDITION, INC..

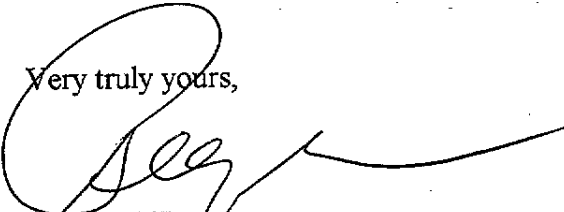
Dear Sir:

Enclosed please find an original and copy of the Articles of Incorporation of the captioned company, together with a Resident Agent form and our check #10038 in the amount of \$ 78.75 representing payment of the following:

Filing Fee:	\$ 35.00
Certified Copy of Charter	8.75
Resident Agent Certificate	<u>35.00</u>
TOTAL	\$ 78.75

ASAP
Please
Frank

Very truly yours,


Peggy McEntee
Legal Assistant

Enclosure(s)

12/12/00

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ZÖLLIN'S BLACK FOREST EDITION, INC.

EFFECTIVE DATE
12/01/00

ARTICLE I - NAME - LOCATION

The name of this corporation is ZÖLLIN'S BLACK FOREST EDITION, INC. at 90 Isle of Venice, Unit #4A, Fort Lauderdale, Florida 33301.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing on the date of execution and acknowledgment of these articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Five Hundred (500) shares of ONE DOLLAR (\$1.00) par value common stock which shall be designated "Common Shares".

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which is offered to other.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

90 Isle of Venice

Fort Lauderdale, Florida 33301

and the name of the initial registered agent of this corporation at that address is:

ULRICH ZÖLLIN

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The name and address of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Ulrich Zöllin	90 Isle of Venice Fort Lauderdale, Florida 33301

Beate Zöllin

90 Isle of Venice
Fort Lauderdale, Florida 33301

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

NAME

ADDRESS

Ulrich Zöllin

90 Isle of Venice
Fort Lauderdale, Florida 33301

ARTICLE IX - AMENDMENT

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.

ARTICLE X - QUALIFICATION UNDER SECTION 1244

This corporation shall qualify under Section 1244 of the Internal Revenue Code and Regulations issued thereunder, and the plan to issue Section 1244 stock shall be adopted by the Board of Directors.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this I day of December, 2000.



ULRICH ZÖLLIN

STATE OF FLORIDA)
COUNTY OF BROWARD)

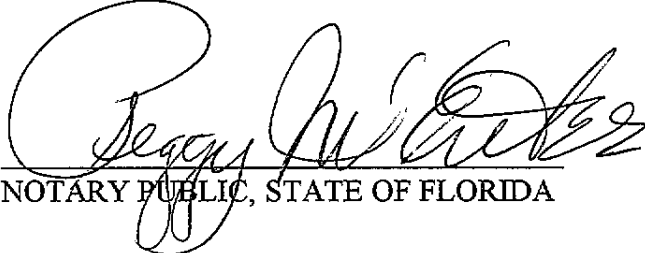
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared ULRICH ZÖLLIN, who is known to me, or who has produced a Florida Drivers License as identification and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, in the State and County last aforesaid this I day of December, 2000.


NOTARY PUBLIC, STATE OF FLORIDA

MY COMMISSION EXPIRES:



ACKNOWLEDGMENT BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of the Florida Corporation Act relative to keeping said office open.


ULRICH ZÖLLIN, Registered Agent