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From:
Account Name : BROAD AND CASSEL - MIAMI
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FLORIDA PROFIT CORPORATION OR P.A.

HONEY AND THE LADYBUG, INC.

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**ARTICLES OF INCORPORATION
OF
HONEY AND THE LADYBUG, INC.**

**ARTICLE I
NAME**

The name of the corporation is **Honey and the Ladybug, Inc.**, hereinafter referred to as the "Corporation".

**ARTICLE II
PRINCIPAL OFFICE**

The principal place of business and mailing address of the Corporation is 6541 Sherman Street, Hollywood, Florida 33024 or in any other city in the State of Florida designated by the Board of Directors from time to time.

**ARTICLE III
REGISTERED AGENT**

The street address of the initial registered office of the Corporation is 6541 Sherman Street, Hollywood, Florida 33024 and the name of the registered agent is: Martha Caldwell.

**ARTICLE IV
INCORPORATOR**

The name and address of the Incorporator of the Corporation is: Martha Caldwell, 6541 Sherman Street, Hollywood, Florida 33024.

**ARTICLE V
PURPOSE**

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida, and the Corporation shall have all of the powers conferred upon corporations organized under the laws of the State of Florida to carry out such purpose.

**ARTICLE VI
TERM**

The Corporation shall have perpetual existence.

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**ARTICLE VII
CAPITAL STOCK**

The Corporation is authorized to issue 1,000 shares of common stock, par value \$.01 per share.

**ARTICLE VIII
INDEMNIFICATION**

The Corporation shall indemnify any director or officer to the fullest extent permitted by Florida law.

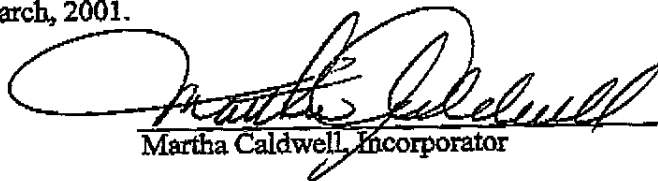
**ARTICLE IX
DIRECTORS**

The Corporation shall have two directors initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The names and addresses of the initial directors are:

Martha Caldwell
6541 Sherman Street
Hollywood, Florida 33024

Edward E. Caldwell
6541 Sherman Street
Hollywood, Florida 33024

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 28th day of March, 2001.


Martha Caldwell, Incorporator

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**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT
OF
HONEY AND THE LADYBUG, INC.**

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.


Martha Caldwell

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