CAPITAL CONNECTION, INC.

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SECONDALIA MILES 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 Signature Fictitious Owner Search Vehicle Search Driving Record_ Requested by: UCC 1 or 3 File J. BRYAN JUN - 1 2001 UCC 11 Search Name Date UCC 11 Retrieval Walk-In Will Pick Up

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ARTICLES OF INCORPORATION

OF

April's Apples, 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 April's Apples, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 2651 Maitland Crossing Way, #6-208, Orlando, FL 32810.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares having no par value.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Terrence Miller, 2651 Maitland Crossing Way, #6-208, Orlando, FL 32810.

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 President/ Secretary/ Treasurer/ Director: Terrence Miller,c/o April's Apples, Inc., 2651 Maitland Crossing Way, #6-208, Orlando, FL 32810.

The undersigned has executed these Articles of Incorporation this 31st day of May 2001.

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

Starey Leggett

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of F.S. 607.0501, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida. THE SECTION OF STREET

- 1. The name of the corporation is April's Apples, Inc.
- 2. The name of the registered agent is Terrence Miller.
- 3. The address of the registered agent/registered office is 2651 Maitland Crossing Way, #6-208, Orlando, FL 32810.

ACCEPTANCE

Having been named as registered agent and designated to accept service of process for the above corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Date: May 29, 2001

Terrence Miller