



P0100000417

ACCOUNT NO. : 072100000032

REFERENCE : 188203 80516A

AUTHORIZATION :

Patricia Pizit

COST LIMIT : \$ 78.75

FILED
2001 JUN 15 PM 12:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ORDER DATE : June 15, 2001

ORDER TIME : 1:58 PM

ORDER NO. : 188203-005

CUSTOMER NO: 80516A

CUSTOMER: Ms. Vivian Harris
Kelley Herman & Smith

Suite 206
1401 East Broward Boulevard
Fort Lauderdale, FL 33301

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 JUN 15 PM 2:19
NOT REPLIED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

DOMESTIC FILING

NAME: REEL SWEET, INC.

EFFECTIVE DATE:

____ ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
____ ARTICLES OF ORGANIZATION

600004422936--1

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ CERTIFIED COPY
_____ PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder - EXT. 1118

EXAMINER'S INITIALS:

509
W01-13825

g 6/18/01



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

FILED

2001 JUN 15 PM 12:54

SECRETARY OF STATE
TALLAHASSEE FLORIDA

June 15, 2001

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: REEL SWEET, INC.
Ref. Number: W01000013825

RESUBMIT
Please give original
submission date as file date.

We have received your document for REEL SWEET, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

The name of the entity must be identical throughout the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6052.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 501A00036872

RECEIVED
01 JUN 18 AM 11:30
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

REEL SWEET, INC.

FILED

2001 JUN 15 PM 12:54

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

The name of this corporation is REEL SWEET, INC.

ARTICLE II

This corporation shall exist in perpetuity.

ARTICLE III

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock, which shall be designated "Common Shares".

ARTICLE V

The street address of the initial registered office of this corporation is 1401 East Broward Boulevard, Suite 206, Fort Lauderdale, FL 33301, and the name of the initial registered agent of this corporation at that address is: BRUCE HERMAN, ESQ. The principal office of this corporation is the same as the registered office.

ARTICLE VI

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial President and Director of this corporation is:

GEORGE FUSSELL
3108 NE 25 Street
Fort Lauderdale, FL 33305

ARTICLE VII

The name and address of the person signing these articles is:

BRUCE HERMAN, ESQ.
Kelley, Herman & Smith
1401 East Broward Boulevard - Suite 206
Fort Lauderdale, FL 33301

ARTICLE VIII

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE IX

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE X

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI

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.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 14th day of June, 2001.


BRUCE HERMAN

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared BRUCE HERMAN, to me well known and known to me to be the individual described in and who executed the foregoing instrument as subscribed thereto.

WITNESS my hand and official seal this 14 day of June, 2001.


NOTARY PUBLIC

My Commission expires:

NOTARY SEAL



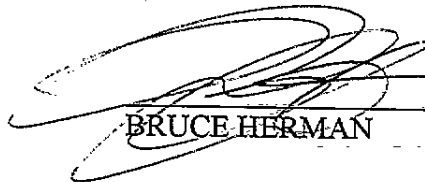
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

That REEL SWEET, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF POMPAÑO BEACH, STATE OF FLORIDA, HAS NAMED

BRUCE HERMAN
1401 E. BROWARD BLVD., #206
FT. LAUDERDALE, FL 33301

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

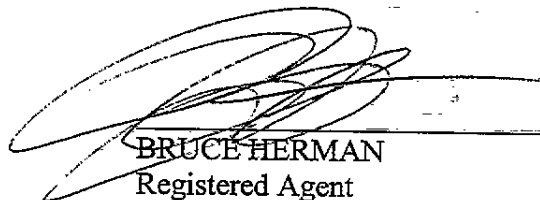


BRUCE HERMAN

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ACCEPTANCE

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER PERFORMANCE OF MY DUTIES.



BRUCE HERMAN
Registered Agent