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Peter Makris 2110 Drew Street Clearwater, FI 33765

6/29/01

Department of State Division of Corporations P.O. Box 6327 Tallahassee, FI 32314

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Gentlemen:

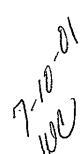
I am enclosing the Articles of Incorporation and the Certificate Designating Registered Agent / Registered Office. Also enclosed are the applicable fees for the Department of State. Please file the Articles of Incorporation as soon as possible and return the articles back to the address below:

> Peter Makris 2110 Drew Street Clearwater, FI 33765

If there are any questions, or you are having problems filing the Articles, please call me at (727) 446-0000.

Very Truly Yours,

Peter Makris



ARTICLES OF INCORPORATION

<u>OF</u>

THE CANDY LOFT, INC.



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

<u>ARTICLE I. NAME</u>

The name of the corporation shall be:

THE CANDY LOFT, INC.

The principal place of business of this corporation shall be:

1814 DREW ST. CLEARWATER, FL 33765

The mailing address of this corporation shall be:

3024 MARLO BLVD. CLEARWATER, FL 33759

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in or transact any or all-lawful activities of business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock have \$1.00 per value per share.

<u>ARTICLE IV. TERM OF EXISTENCE</u>

The corporation is to exist perpetually.

ARTICLE V. OFFICERS DIRECTORS

This corporation is to have one director and one officer, initially. The name and street address of the initial director and officer who shall hold office for the first year of the corporation's existence, or until his successor is elected or appointed is:

DIANA ZERVIOS
President

3024 MARLO BLVD. CLEARWATER, FL 33759

ELIZABETH MALTAS
Vice President

1408 LYNN AVE. CLEARWATER, FL 33755

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to the Articles of Incorporation is:

DIANA ZERVIOS

3024 MARLO BLVD. CLEARWATER, FL 33759

ature of Incorporator
porator
and sworn to before me 001, by DIANA ZERVIOS of
y Public
ar

Peter Makris
Commission & CC 749025
Expires June 7, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

CERTIFICATE DESIGNATING

REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provision of Section 607.325, Florida Statutes, 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.

1. The name of the corporation is:

THE CANDY LOFT, INC.

2. The name and address of the registered agent and office is:

Name: DIANA ZERVIOS

Address: 3024 MARLO BLVD.

City: Clearwater State: FL Zip Code: 33759

SIGNATURE:/

TITLE: PRESIDENT

DATE: 4/29/01

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 FURTHUR AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE:_

DATE:

Ce/29/01