

Inn-Line

Management Company

P0100008929/

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

September 5, 2001

Proposed Corporate Name: **Havana Banana Breads, Inc.**

Enclosed are an original and one (1) copy of the Articles of Incorporation for the above referenced proposed corporation. A check in the amount of \$78.75 for the Filing Fee and Certificate of Status is enclosed. Please return the certified copies to the following address:

Inn-Line Management Company
1751 Sunnyside Drive
Maitland, FL 32751
Attn: Carla Musselman
Phone 407-739-7000

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*****78.75 *****78.75

Sincerely,


Carla Musselman
President

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

1751 Sunnyside Drive
407-739-7000

Maitland, FL 32751
407-657-4951 fax

*7 days
9/11/01*

**ARTICLES OF INCORPORATION
OF
HAVANA BANANA BREADS, INC.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, being of legal age and desiring to form a corporation (hereinafter referred to as the "Corporation") pursuant to the provisions of the Florida Business Corporation Act, as amended (such Act, as amended from time to time, is hereinafter referred to as the "Act"), executes the following Articles of Incorporation.

Article I

NAME

The name of the corporation is Havana Banana Breads, Inc.

Article II

Commencement of Corporate Existence

This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall have perpetual duration unless sooner dissolved according to law.

Article III

Purpose and General Powers

The general purpose of this Corporation shall be the transaction of any or all lawful business for which corporations may be incorporated under the Act. This corporation shall have all the powers enumerated in the Act and all such other powers as are not specifically prohibited to corporations for profit under the laws of the State of Florida.

Article IV

Capital Stock

A. Number and Class of Shares Authorized; Par Value

The aggregate number of shares which the Corporation shall have authority to issue is 1,000,000 shares of common stock having a par value of \$1.00 per share, which shall be designated "Common Stock."

B. Voting Rights

The Common Stock shall possess and exercise exclusive voting rights and at all meetings of the shareholders each record holder of such stock shall be entitled to one vote for each share held. Shareholders holding Common Stock shall have no cumulative voting rights in any election of directors of the Corporation.

C. No Preemptive Rights

No holder of shares of any class of the capital stock of the Corporation shall have as a matter of right any preemptive or preferential right to subscribe for, purchase, receive, or otherwise acquire any part of any new or additional issue of stock of any class, whether now or hereafter authorized, or any bonds, debentures, notes or other securities of the Corporation, whether or not convertible into shares of stock of the Corporation.

Article V

Initial Registered Office and Agent; Principal Place of Business

The initial registered office of this Corporation shall be located at the City of Melbourne, County of Brevard and State of Florida, and its address there shall be, at present, 3860 Shady Run Road, Melbourne, FL 32934, and the initial registered agent for service of process upon the Corporation at that address shall be Michael Robert Lawrence. The Corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Incorporation. The principal place of business of the Corporation shall be: 2918 Aurora Road, Melbourne, FL 32935, County of Brevard. The mailing address of the Corporation shall be: 3860 Shady Run Road, Melbourne, FL 32934, County of Brevard.

Article VI

Initial Board of Directors

The initial Board of Directors of the Corporation shall consist of two (2) directors. The following are the names and residences of the persons appointed to act as Directors until their successors are elected and qualified:

Michael Robert Lawrence
3860 Shady Run Road
Melbourne, FL 32934

Mary Joann Lawrence
3860 Shady Run Road
Melbourne, FL 32934

The number of Directors of this Corporation shall be the number from time to time fixed by the Shareholders, or by the Directors, in accordance with the terms and conditions of the Bylaws, but at no time shall said number of Directors be less than one.

Article VII

Incorporator

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

Michael Robert Lawrence
3860 Shady Run Road
Melbourne, FL 32934

Article VIII

Bylaws

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

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

Headings and Captions

The headings or captions of these various Articles of Incorporation are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

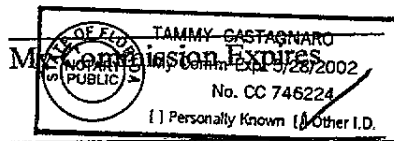
IN WITNESS WHEREOF, the undersigned does hereby make and file these Articles of Incorporation declaring and certifying that the facts stated herein are true, and hereby subscribes thereto and hereunto sets his hand and seal this 5th day of September, 2001.


Michael Robert Lawrence

**STATE OF FLORIDA
COUNTY OF:**

The foregoing instrument was acknowledged before me this 5 day of September, 2001, by Michael Robert Lawrence, who is [] personally known to me [☒] or who produced D/L as identification and who did not take an oath.

State of Florida
County of Brevard
Tammy Castagnaro
Notary Public
Tammy Castagnaro
Print Name Below Signature



Serial Number

**CERTIFICATE DESIGNATING PLACE OR BUSINESS FOR THE SERVICE OF
PROCESS WITHIN FLORIDA AND REGISTERED AGENT UPON WHOM
PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

Havana Banana Breads, Inc. (the "Corporation") desiring to organize as a domestic corporation or qualify under the laws of the State of Florida has named and designated Michael Robert Lawrence as its Registered Agent to accept service of process within the State of Florida with its registered office located at 3860 Shady Run Road, Melbourne, FL 32934.

ACKNOWLEDGEMENT

Having been named as Registered Agent for the Corporation at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations relating to service as a registered agent, as the same may apply to the Corporation; and I further agree to comply with the provisions of Florida Statutes, Section 48.091 and all other statutes, all as the same may apply to the Corporation relating to the proper and complete performance of my duties as Registered Agent.

Dated this 5th day of September, 2001.


Michael Robert Lawrence, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE FLORIDA