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ATTORNEYS AT LAW  
**SIDER & KRON, P. A.**

150 East Boca Raton Road  
Boca Raton, Florida 33432

TELEPHONE: (561) 391-1100

FAX: (561) 391-2801

September 7, 2001

\* DONALD C. SIDER

\*\* DAVID P. KRON

\* Florida Board Certified Wills,  
Trusts and Estates  
\* Member of Florida and Illinois Bars  
\*\* Master of Laws in Estate Planning

**FEDERAL EXPRESS (850-245-6052)**

Division of Corporations  
Florida Department of State  
409 E. Gaines Street  
Tallahassee, Florida 32314

Re: Articles of Incorporation for Gelato Plus, Inc.

900004583059--4  
-09/11/01--01052--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir or Madam:

Enclosed are the following:

1. Articles of Incorporation for the above referenced corporation; and
2. A check in the amount of \$78.75 for processing of same.

Please:

1. File these Articles of Incorporation; and
2. Return a certified copy of the original filed document to the undersigned in the enclosed self-addressed, postage paid return envelope.

Thank you for your attention to this matter. If you should have any questions, Please do not hesitate to contact me.

Very truly yours,



Donald C. Sider

DCS/lbm  
Enclosure

cc: Mr. Frank Lombardi

re.c.file articles of incorporation.wpd

FILED  
01 SEP 11 PM 3:52  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

T. Burch SEP 13 2001

**ARTICLES OF INCORPORATION**

**OF**

**GELATO PLUS, INC.**

01 SEP 11 PM 3:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

**ARTICLE I**

The name of the corporation shall be:

GELATO PLUS, INC.

**ARTICLE II**

The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

**ARTICLE III**

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

**ARTICLE IV**

The maximum number of shares which the corporation shall have authority to issue shall be 1,000 shares of common stock with a par value of \$1.00 per share.

All of said shares shall have equal preferences, limitations and relative rights, including rights to distribution and liquidation proceeds.

## **ARTICLE V**

The initial registered agent and street address of the initial registered office of the corporation shall be:

Frank Lombardi  
2677 N. Albatross Road, #A  
Delray Beach, Florida 33444

## **ARTICLE VI**

This corporation shall have two (2) directors initially. The name and address of the initial directors of the corporation, who shall hold office until their successors are elected and qualified or until their earlier resignation or removal from office is:

Frank Lombardi  
2677 N. Albatross Road, #A  
Delray Beach, Florida 33444

Mariam Lombardi  
2677 N. Albatross Road, #A  
Delray Beach, Florida 33444

The number of directors may be increased or decreased from time to time pursuant to the By-Laws of the corporation, but shall not be less than one.

## **ARTICLE VII**

The name and address of the incorporator of the corporation is:

David P. Kron  
150 East Boca Raton Road  
Boca Raton, Florida 33432

## **ARTICLE VIII**

The mailing address of the corporation is:

150 East Boca Raton Road  
Boca Raton, Florida 33432

**ARTICLE IX- SPECIAL PROVISION**

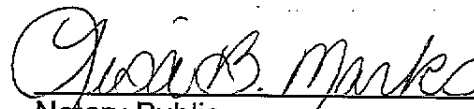
This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

Executed at Boca Raton, Florida, this 29 day of August, 2001.

  
\_\_\_\_\_  
DAVID P. KRON, Incorporator

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 29<sup>th</sup> day of August, 2001, by DAVID P. KRON. He is personally known to me and did not take an oath.

  
\_\_\_\_\_  
Notary Public  
(SEAL)

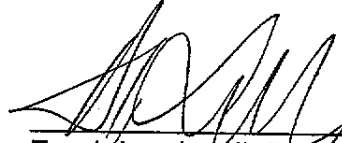


Lisa B. Marks  
MY COMMISSION # CC944169 EXPIRES  
July 23, 2004  
BONDED THRU TROY FAIN INSURANCE, INC.

**ACCEPTANCE BY REGISTERED AGENT**

Having been appointed the registered agent of GELATO PLUS, the undersigned accepts such appointment and agrees to act in such capacity.

Dated this 29 day of August, 2001.

A handwritten signature in black ink, appearing to read 'Frank Lombardi', written over a horizontal line.

Frank Lombardi, Registered Agent