

PA10000095529

FILED

SPRINKLES, INC.
2415 Medina Way
West Palm Beach, FL 33401
(561) 802-3162
(561) 802-3163

01 SEP 28 PM 4: 24

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 19, 2001

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

Department of State
Division of Corporations
P. O. Box 6317
Tallahassee, FL 32314

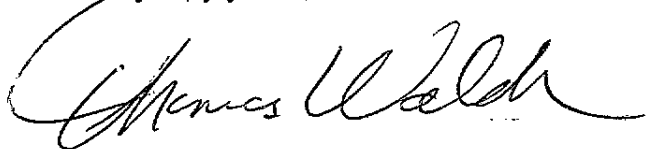
Re: Sprinkles, Inc.

Gentlemen:

Enclosed please find the original and one (1) copy of Articles of Incorporation, together with my check in the amount of \$78.75.

This represents the cost of the Filing Fees, Certified Copy and Registered Agent Designation for the above-named corporation.

Very truly yours,



Sprinkles, Inc.
Thomas Walsh, President

6 BLOCK OCT 1 2001

**Articles of Incorporation
For
Sprinkles, Inc.**

Article I. Name

The name of this Florida corporation is:

Sprinkles, Inc.

Article II. Address

The initial mailing address of the Corporation is:

2415 Medina Way
West Palm Beach, Florida 33401

Article III. Existence

The corporation shall have perpetual existence.

Article IV Capital Stock

The Corporation shall have the authority to issue 10,000 shares of common Stock, par value \$ 1.00 per share.

Article V. Registered Agent

The name and address of the initial registered agent of the Corporation is:

Thomas Walsh
2415 Medina Way
West Palm Beach, Florida 33401

Article VI. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors maybe increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of the initial members of the Corporation's Board of Directors are:

Thomas Walsh, President
Frank Manley, Vice President

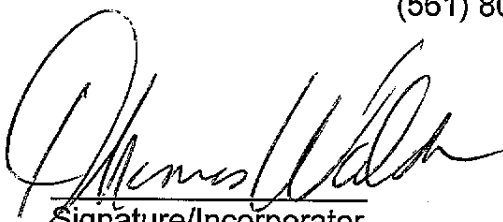
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Article VII. Incorporator

The name and address of the incorporator is:

Thomas Walsh

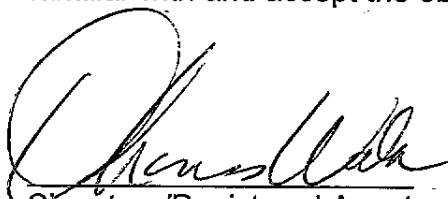
2415 Medina Way
West Palm Beach, FL 33401
(561) 802-3162


Signature/Incorporator
Thomas Walsh

9-25-01
Date

Acceptance by Registered Agent

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.


Signature/Registered Agent
Thomas Walsh

9-25-01
Date