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To: Division of Corporations
Fax Number : (850) 205 - 0381

From: Account Name : F GUTTA CPA, PA
Account Number : I19990000055
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SECRETARY OF STATE
KATHERINE HARRIS
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

SWEET MELISSA'S, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 21, 2001

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: Sweet Melissa's Inc.

To Whom It May Concern:

As of November 26th 2001 we are voluntarily dissolving the corporation Sweet Melissa's Inc. We relinquish our rights to the name Sweet Melissa's Inc. and give our permission for the name to be available for use.

Sincerely,

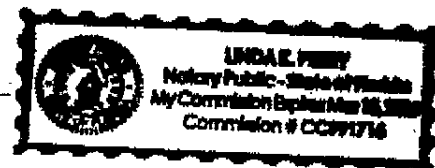
Deborah A. Moore
Deborah A. MooreRonald D. Moore
Ronald D. MooreSTATE OF FLORIDA
COUNTY OF HILLSBOROUGH

Sworn to (or affirmed) and subscribed before me this 26th day of Nov. 2001, by
RONALD D. MOORE

Notary Seal

LinBA L. FEERY
Official Notary SignatureLinBA L. FEERY
Name of Notary Typed, Printed or Stamped

Personally Known X or Produced Identification
Type of Identification Produced NA



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TALLAHASSEE, FLORIDA

-Fax Audit #: H01000121539 0

**ARTICLES OF INCORPORATION
OF**

SWEET MELISSA'S, INC.

The undersigned subscriber to these articles of incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the state of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SWEET MELISSA'S, INC.

The principal place of business of this corporation shall be 810 OVERHILL DRIVE,
BRANDON, FL 33511

ARTICLE II. NATURE OF BUSINESS

This Corporation will be mainly a retail company and may engage or transact in any or all lawful activities or 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 stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be, 810 Overhill Drive, Brandon, FL 33511. The name of the initial registered agent of the corporation at that address is Terrilynn Bala.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash or any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

Prepared by:

F. Gutta C.P.A.

8211 W. Broward Blvd., Suite #410

Plantation, Florida 33324

Phone: (954) 452-8813

Fax: (954) 452-8359

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ARTICLE VII. OFFICERS AND DIRECTORS

This corporation shall have two officers/directors, initially. The name and street address of the initial officers/ directors who shall hold office for the first year of the corporation and every year thereafter until their successors are elected or appointed is:

TERRILYNN BALA - PRESIDENT
810 OVERHILL DRIVE
BRANDON, FL 33511

GUY BALA - VICE PRESIDENT/ SECRETARY/TREASURER
810 OVERHILL DRIVE
BRANDON, FL 33511

ARTICLE VIII. SUBSCRIBER

The name and street address of the subscriber to these articles of incorporation is:

TERRILYNN BALA - PRESIDENT
810 OVERHILL DRIVE
BRANDON, FL 33511

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this
20TH DAY OF NOVEMBER 2001.


TERRILYNN BALA - SUBSCRIBER

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


TERRILYNN BALA - REGISTERED AGENT

Prepared by:
F. Gutta C.P.A.
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