

P 02000013255

TRANSMITTAL LETTER

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

300004850183--4  
-01/31/02--01028--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: Arcadia Ice Cream, Inc.  
(proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and our check  
for \$ 78.75.

FROM:

KPS  
4290 10th Avenue North Name (printed or typed)  
Jale Worth, FL 33461 Address  
361,434-9111 City, State, & Zip  
Telephone Number

FILED  
2002 JAN 31 AM 9:33  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Note: Please provide the original and one copy of the Articles.

g 2/6/02

**ARTICLES OF INCORPORATION**  
**OF**  
**ARCADIA ICE CREAM, INC.**

**FILED**  
2002 JAN 31 AM 9:33  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopt the following Articles of Incorporation:**

**ARTICLE I**

The name of this Corporation shall be **ARCADIA ICE CREAM, INC.**

**ARTICLE II**

**DURATION**

This Corporation shall have perpetual existence unless dissolved pursuant to law and shall commence business as of the date of filing of these Articles of Incorporation.

**ARTICLE III**

**GENERAL NATURE OF BUSINESS**

This corporation may engage in any activity of business permitted under the laws of the State of Florida; said corporation's primary purpose shall be to open an ice cream business and purchase and sell real estate.

**ARTICLE IV**  
**CAPITAL STOCK**

The maximum number of shares of stock of this corporation which is authorized to have outstanding at any time is ten thousand (10,000) shares of common stock at \$.01 par value. Said capital stock shall be non-assessable and shall be payable in lawful money of the United States or in property, labor, or in services at a just valuation to be fixed by the stockholders at a meeting duly convened and held.

**ARTICLE V**  
**PRINCIPAL PLACE OF BUSINESS**

The principal place of business of this Corporation is: 625 Island Shores, Greenacres, Fl. 33413 with the privilege of having branch offices at other places within or without the State of Florida.

**ARTICLE VI**  
**OFFICERS AND DIRECTORS**

The names and post office address of the initial officers and directors who shall hold office for the first year of the corporation's existence or until their successors are elected are:  
**Oscar Ernesto Torres(President)** 625 Island Shores, Greenacres, Fl. 33413.

**ARTICLE VII**  
**INCORPORATOR**

The name and address of the person signing these Articles is:

**Oscar Ernesto Torres**  
625 Island Shores  
Greenacres, Fl. 33413

**ARTICLE VIII  
REGISTERED OFFICE AND REGISTERED AGENT**

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

**Oscar Ernesto Torres  
625 Island Shores  
Greenacres, Fl. 33413**

**ARTICLE IX  
BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and shareholders.

**ARTICLE X  
AMENDMENTS**

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment hereto and any right conferred upon the Stockholders is subject to this reservation.

**IN WITNESS WHEREOF**, the undersigned, being the original incorporator to the Articles of Incorporation herein, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file these Articles, hereby declaring and certifying that the facts herein stated are true, this 2<sup>nd</sup> day of January 2002.

  
\_\_\_\_\_  
**Oscar Ernesto Torres**

STATE OF FLORIDA )  
COUNTY OF PALM BEACH )

FILED

2002 JAN 31 AM 9:34

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**BEFORE ME**, the undersigned authority, personally appeared Oscar Ernesto Torres after being first duly sworn, deposes and states, that he signed the foregoing Articles of Incorporation for the purposes stated therein expressed.

WITNESS my hand and official seal at the State and County aforesaid, this 28<sup>th</sup> day of January, 2002.



NOYARY PUBLIC

My commission expires:

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT /REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designation the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: **ARCADIA ICE CREAM, INC.**
2. The name and address of the registered agent and office is:

**Oscar Ernesto Torres 625 Island Shores, Greenacres, FL 33413**

I HAVE 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.

  
OSCAR ERNESTO TORRES/REGISTERED AGENT