

**SCHNEIDER
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Attorneys at Law

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February 13, 2002

VIA FEDERAL EXPRESS
Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

800004931738--3
-02/15/02--01070--003
*****70.00 *****70.00

Re: Sweet & Nutty, Corp.

To Whom It May Concern,

Enclosed please find one (1) original and one (1) copy of the Articles of Incorporation for the above referenced corporation together with our check in the amount of \$70.00 representing the required filing and registered agent fees. We are enclosing a completed **Federal Express return envelope** for you to use in returning to us the Department's letter indicating the document number and filing date along with the copy of the Articles marked "Filed" noting the date and time.

Please call me should you have any questions regarding the enclosures or these instructions. Thank you for your assistance in this matter.

Very Truly Yours,

SCHNEIDER & HEFFNER


Adam G. Heffner

AGH/dec
Enclosure

FILED
02 FEB 15 PM 2:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SWEET & NUTTY, CORP.

FILED
02 FEB 15 PM 2:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is Sweet & Nutty, Corp.

ARTICLE II

The principal office and mailing address of the corporation is 6503 North Military Trail, Suite 2311, Boca Raton, FL 33496.

ARTICLE III

The authorized stock shall consist of 1000 shares of common voting stock of \$1.00 par value for each share. The consideration for shares shall be as established from time to time by the Board of Directors. Upon a dissolution, the shareholders shall be entitled to the net assets of the corporation as provided by law.

ARTICLE IV

The name of the initial registered agent of the corporation is Adam G. Heffner, Esq. and the street address of the initial registered office of the corporation is 1900 NW Corporate Boulevard, Suite 301 West, Boca Raton, Florida 33431.

ARTICLE V

The names and address of the Incorporator is Adam G. Heffner, 1900 NW Corporate Blvd., Suite 301 West, Boca Raton, Florida 33431.

ARTICLE VI

The power to adopt the initial by-laws shall be vested in the initial Board of Directors.

ARTICLE VII

The purpose or purposes for which this corporation is organized shall be to transact any lawful business. The corporation shall be entitled to exercise all of the powers provided by law.

ARTICLE VIII

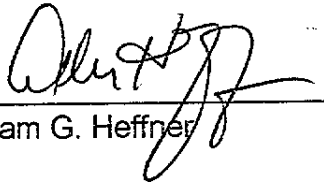
The corporation shall have perpetual existence unless dissolved pursuant to law.

ARTICLE IX

Pre-emptive rights of shareholders may either be provided for in the by-laws or by resolution of the Board of Directors.

Dated this 13th day of February, 2002.

INCORPORATOR:


Adam G. Heffner

ACCEPTANCE BY REGISTERED AGENT:

The undersigned states that he is familiar with and does hereby accept and agree to abide by all of the obligations of acting and performing as Registered Agent for the corporation as required by law.

Dated this 13th day of February, 2002

REGISTERED AGENT:


Adam G. Heffner

PREPARED BY:

Adam G. Heffner, Esquire
Florida Bar No.: 438057
SCHNEIDER & HEFFNER
1900 NW Corporate Boulevard
Suite 301 West
Boca Raton, Florida 33431
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