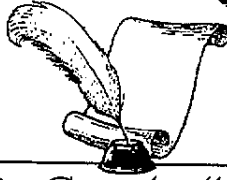


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Jacquelyn R. Campbell, C.P.A., P.A.
Certified Public Accountant

FILED

02 MAR 18 PM 4:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED DATE
03-11-02

March 8, 2002

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

Gentlemen:

02/18/02 01040 003

700004947447 \$78.75

Enclosed are the resubmitted Articles of Incorporation for:

Aunt Josie's Cheesecake, Inc.
1184 Fayetteville Drive
Spring Hill, FL 34609

We understand the check for \$78.75, payable to the Division of Corporations, in payment of filing fees, a certified copy and designation of a registered agent is still being held by you.

Respectfully,

Jacquelyn R. Campbell

JRC/dt
Enclosures



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 5, 2002

AUNT JOSIE'S CHEESECAKE, INC. 2ND ML
1184 FAYETTEVILLE DR
SPRING HILL, FL 34609

SUBJECT: AUNT JOSIE'S CHEESECAKE, INC.
Ref. Number: W02000004936

We have received your document for AUNT JOSIE'S CHEESECAKE, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6925.

Cynthia Blalock
Document Specialist
New Filing Section

Letter Number: 902A00010462

ARTICLES OF INCORPORATION
of
AUNT JOSIE'S CHEESECAKE, INC.

FILED
02 MAR 18 PM 4:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
EFFECTIVE DATE
03-11-02

I, the undersigned, hereby organize for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida, providing for the formation, rights, privileges, immunities and liabilities of the corporations for profit.

ARTICLE I - NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the corporation shall be:

AUNT JOSIE'S CHEESECAKE, INC.

The principal place of business of this corporation shall be:

**1184 Fayetteville Drive
Spring Hill, FL 34609**

ARTICLE II - PERIOD OF DURATION

The period of duration of this corporation is perpetual, commencing on the date of execution and acknowledgment of these article or the earliest date allowable by the division of corporations, unless dissolved according to law.

ARTICLE III - PURPOSE

The purpose for which this corporation is organized is to engage in any activity or business under the laws of the United States and the State of Florida's General Corporation Act.

ARTICLE IV - CAPITAL STOCK

The corporation shall have the authority to issue 7000 shares of \$1.00 par value common stock. Stock shall be issued under the terms, provisions and conditions of Section 1244 of the Internal Revenue Code.

ARTICLE V - REGISTERED AGENT

The name and address of the initial registered agent of this corporation is:

**Kathleen DeCristofaro
1184 Fayetteville Drive
Spring Hill, FL 34609**

ARTICLE VI - BOARD OF DIRECTORS

This corporation shall have **TWO** directors, initially, and the number of directors may be increased or decreased by amendment of the by laws of the corporation but shall in no case be less than one.

The names and street addresses of the members of the initial board of directors are as follows:

**Kathleen DeCristofaro
1184 Fayetteville Drive
Spring Hill, FL 34609**

**Gerard DeCristofaro
1184 Fayetteville Drive
Spring Hill, FL 34609**

ARTICLE VII - INCORPORATORS

The names and street addresses of the members of the initial subscribers signing these articles are as follows:

**Kathleen DeCristofaro
1184 Fayetteville Drive
Spring Hill, FL 34609**

**Gerard DeCristofaro
1184 Fayetteville Drive
Spring Hill, FL 34609**

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend, or repeal by laws shall be vested in the Board of Directors and the Shareholders.

A special meeting of the shareholders shall be held, upon the call of the President, for the purpose of completing the organization of the corporation and the adoption of the bylaws.

ARTICLE IX - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons in the amounts set opposite of their names:

Kathleen DeCristofaro	50
Gerard DeCristofaro	50

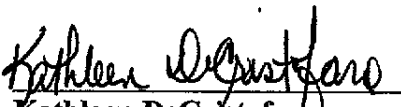
ARTICLE XI - DATE OF COMMENCEMENT


The period of duration of this corporation is perpetual, commencing on the date of execution and acknowledgment of these articles or the earliest date allowable by the division of corporations, unless dissolved according to law.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto.

In witness whereof, the undersigned Incorporator has executed these Articles of Incorporation this 13th day of February 2002.

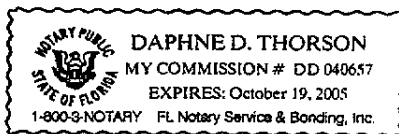

Kathleen DeCristofaro


Gerard DeCristofaro

State of Florida
County of **Hernando**

BEFORE ME, the undersigned authority, personally appeared **KATHLEEN DECRISTOFARO** being duly sworn, says that she is the individual described in and who subscribed the above Articles of Incorporation, and she did freely and voluntarily acknowledge before me according to law that she made and subscribed the same for the uses and purposes therein mentioned.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this
13th day of FEB, 2002.

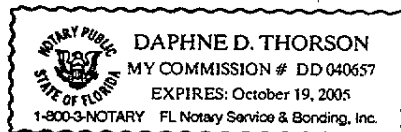


Daphne D Thorson
Notary Public, State of Florida

State of Florida
County of **Hernando**

BEFORE ME, the undersigned authority, personally appeared **GERARD DECRISTOFARO** being duly sworn, says that he is the individual described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this
13th day of FEB, 2002.



Daphne D Thorson
Notary Public, State of Florida

FILED

02 MAR 18 PM 4:41

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 designating the registered agent/registered office, in the State of Florida:

AUNT JOSIE'S CHEESECAKE, INC.

The name and address of the registered agent and office is:

**Kathleen DeCristofaro
1184 Fayetteville Drive
Spring Hill, FL 34609**

Acknowledgment:

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 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 obligation of my position as registered agent.


Kathleen DeCristofaro

Feb. 13, 2002
Date