Fogle & Fogle, P. A. Attorneys at Law

J. DANA FOGLE

CORPORATION & BUSINESS LAW, REAL PROPERTY LAW REGISTERED GENERAL PRACTICE

217 EAST PLYMOUTH AVENUE POST OFFICE BOX 24 DELAND, FLORIDA 32721-0024

> (386) 734-4215 FAX (386) 734-7419

ALICE M. FOGLE MARITAL & FAMILY LAW

March 28, 2002

300005189613---04/03/02--01052--005

****1<u>2</u>2.50 *****78.75

Secretary of State Division of Corporations P. O. Box 6327 Tallahassee, Florida 32314

Re: Incorporation of COOL ENDEAVORS, INC.

Dear Sir or Madam:

Enclosed herewith is an original and one copy of the proposed Articles of Incorporation and Designation of Registered Agent for COOL ENDEAVORS, INC.

Also enclosed is my check in the amount of \$122.50 representing the following:

Filing Fee

\$35.00

Registered Agent Certificate

52.50

Certified copy of Charter and

of Registered Agent Certificate

35.00

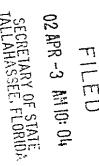
thank you very much for your assistance.

Sincerely,

J. Dana Fogle

JDF/js Enclosures

ARTICLES OF INCORPORATION OF COOL ENDEAVORS, INC.



WE, MARIANNE C. BORCHIK, CHERYL A. DEWALD, and MARIA NABICHT, being of legal age do hereby authorize the formation of a corporation under the laws of the State of Florida.

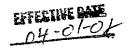
ARTICLE I.

The name of this corporation shall be COOL ENDEAVORS, INC.

ARTICLE II.

This corporation shall exist perpetually unless sooner dissolved according to law.

· ARTICLE III. GENERAL NATURE OF BUSINESS



The general nature of business to be transacted by this corporation is the ownership and operation of a TCBY Franchise, and to engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 100 shares fully paid, \$1.00 par value common stock. Common stock of the corporation shall be issued as "small business corporation" stock in accordance with a plan or plans under the provisions of Section 1244 of the Internal Revenue Code of 1954, as amended.

ARTICLE V. INITIAL DIRECTORS

The business of the corporation shall be managed by the Stockholders rather than by the Board of Directors of this corporation.

ARTICLE VI. STREET AND MAILING ADDRESS IF INITIAL REGISTERED OFFICE AND NAME OF INITIAL REGISTERED AGENT

The initial street and mailing address of the principal place of business of said corporation is 115 E. Rich Ave., DeLand, Fl. 32724. The initial resident agent is MARIANNE C. BORCHIK.

ARTICLE VII. SUBSCRIBER

The names and street addresses of the subscribers to these articles of incorporation are:

MARIANNE C. BORCHIK
735 W. University Ave.
DeLand, FL. 32720

CHERYL A. DEWALD 260 Evergreen Terrace

DeLand, Fl. 32724

MARIA NABICHT 1228 Polk Ct. Deltona, Fl. 32738

ARTICLE VIII. COMMENCEMENT OF CORPORATE EXISTENCE

This corporation shall commence to exist on April 1, 2002.

IN WITNESS WHEREOF, We, MARIANNE C. BORCHIK, CHERYL A. DEWALD and MARIA NABICHT, being the original subscribers to the capital stock hereinabove named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of the State of Florida, do make and file this Certificate, hereby declaring and certifying that the facts herein stated are true, and hereunto set our hands and seals this __28th day of ___March_, 2002.

Marian (Sorchik JARIANNE C. BORCHIK

Cheryla Dewald

Maria Nabicht
Maria Nabicht

STATE OF FLORIDA COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared MARIANNE C. BORCHIK, CHERYL A. DEWALD, and MARIA NABICHT, to me well known to be the persons who executed the foregoing Certificate of Incorporation and they acknowledged before me that they executed same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 28 day of Mare, 2002.

NOTARY PUBLIC, STATE OF FLORIDA

My commission expires:



CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHICH PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted; in

compliance with said Act:

FIRST: That COOL ENDEAVORS, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of DeLand, County of Volusia, State of Florida, has named MARIANNE C. BORCHIK, located at 735 W. University Ave., DeLand, FL. 32720, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

MARIANNE C. BORCHIK