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Jane Hamelmann
Accounting & Tax Prep.
3870 N. Andrews Ave. #800
Ft. Lauderdale, Fl. 33309
954-564-3657

June 5, 2002

Secretary of State
Corporate Division
P.O. Box #327
Tallahassee, Fl. 33314

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-06/11/02--01040--004
*****87.50 *****87.50

SUBJECT: MAGNOLIA PASTRIES, INC.

Enclosed is an original and one copy of the Articles of Incorporation and a check in the amount of \$87.50.

Please send all information concerning this corporation to the registered agent.

Thank you,



Jane Hamelmann
3870 N. Andrews Ave. #800
Ft. Lauderdale, Fl. 33309

FILED
2002 JUN 11 AM 11:16
SECRETARY OF STATE
TALLAHASSEE FLORIDA

15
6/12/02

ARTICLES OF INCORPORATION

of

FILED

(name of corporation)

2002 JUN 11 AM 11:16

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

TALLAHASSEE FLORIDA

ARTICLE I - CORPORATE NAME

The name of the corporation is:

MAGNOLIA PASTRIES, INC.

ARTICLE II - DURATION

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

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue ONE THOUSAND shares (1000) of Common Stock Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>MAGNOLIA PASTRIES, INC</u>		
ADDRESS	<u>1719 S. ANDREWS</u>		
CITY	<u>FT. LAUDERDALE</u>	FLORIDA <u>FL</u>	ZIP <u>33316</u>

The name and street address of the Initial Registered Agent of this Corporation is:

NAME	<u>JANE HAMELMANN</u>		
ADDRESS	<u>3820 N. ANDREWS AVE #800</u>		
CITY	<u>FT LAUDERDALE</u>	FLORIDA	ZIP <u>33309</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>ROBERT KOHOUTEK</u>		
ADDRESS	<u>1719 S. ANDREWS AVE</u>		
CITY	<u>FT. LAUDERDALE</u>	STATE <u>FL</u>	ZIP <u>33316</u>
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	ROBERT KOHOUTEK		
ADDRESS	1719 S. ANDREWS AVE		
CITY	FT LAUDERDALE	STATE	FL ZIP 33316
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 17 day of May, 192002

Robert Kohoutek (Seal)

____ (Seal)

____ (Seal)

STATE OF FLORIDA

COUNTY OF BROWARD) SS

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

Robert Kohoutek
Signature

Personally Known
Form of Identification

Signature

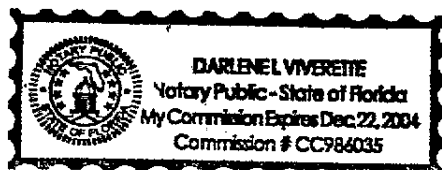
Form of Identification

Signature

Form of Identification

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that _____ executed these Articles of Incorporation, that I relied upon the form _____ of identification of the above named person _____ as indicated opposite each name, and that an oath (was)(was not) taken.

NOTARY RUBBER STAMP SEAL



Witness my hand and official seal in the County and State last aforesaid this 05 day of June, 192002

Darlene I. Viverette
Notary Signature
DARLENE I. VIVERETTE
Printed Notary Signature

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

FILED

CERTIFICATE OF REGISTERED AGENT

2002 JUN 11 AM 11:16

OF

SECRETARY OF STATE
TALLAHASSEE FLORIDA

MAGNOLIA PASTRIES, INC
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 3870 N. ANDREWS AVENUE \$800.

FORT LAUDERDALE

has named JANE HAMELMANN - 3870 N. ANDREWS
AVE #800
located at the aforesaid address, as its Registered Agent to accept service of process FT. LAUDER
33309
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

Jane Hamelmann
(registered agent)