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Florida Department of State

Division of Corporations

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To:
Division of Corporations
Fax Number : (850) 205-0381

From:
Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

HOT NUTS, INC.

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF INCORPORATION
OF
HOT NUTS, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is Hot Nuts, Inc.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue one thousand (1000) shares of \$0.001 par value common stock, which shall be designated as "Common Shares." All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

ARTICLE IV - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holder of the outstanding Common Shares.

ARTICLE V - TERM

This corporation shall commence its existence on the date of incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE VI - PREEMPTIVE RIGHTS

The shares of stock of this corporation shall carry preemptive rights pursuant to Florida Statute Section 607.0630, as amended.

ARTICLE VII - INCORPORATOR AND PRINCIPAL OFFICE ADDRESS

The name and address of the initial incorporator and subscriber hereto is as follows:

Lawrence S. Klitzman, Esquire
2200 North Commerce Parkway
Suite 206
Weston, Florida 33326

The principal address and the registered office address of the corporation is

2200 North Commerce Parkway Suite 206
Weston, Florida 33326

ARTICLE VIII - BOARD OF DIRECTORS

There shall be at least one (1) member of the Board of Directors of the corporation. The Board of Directors shall serve a term of one (1) year, and shall be responsible for electing the officers of the corporation.

ARTICLE IX - INITIAL BOARD OF DIRECTORS AND OFFICERS

The initial Board of Directors of the Corporation shall consist of one member who shall be Robin Klitzman. The initial board member shall serve until the first annual meeting of the corporation. The address for the initial director is 2200 North Commerce Parkway Suite 206 Weston, Florida 33326.

ARTICLE X - INITIAL REGISTERED AGENT

The street address of the initial registered agent of this corporation is:


Initial Registered Agent and Address
Lawrence S. Klitzman, Esquire
2200 North Commerce Parkway
Suite 206
Weston, Florida 33326.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 17th day of June, 2002.


LAWRENCE S. KLITZMAN, Subscriber

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, to wit: Section 607.0501 of the Florida Statute.


LAWRENCE S. KLEZMAN,
Registered Agent
DATED: June 17, 2002

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA