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Date
6/18/02

FILED STATE
SECRETARY OF FLORIDA
TALLAHASSEE, FLORIDA
02 JUL 15 PM 2:30

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

800006403368-10
-07/15/02--01046--010
****122.50 *****78.75

Re: RED POPSICLE, INC.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, certified copy of articles of Incorporation and Fee for Registered agent Designation for the above named corporation.

Very truly yours,



RED POPSICLE, INC.

(name of corp)

10760 NW 12TH DRIVE

PLANTATION, FL. 33322

Phone

954-328-2126

402A 43801

RECEIVED JUL 16

ARTICLES OF INCORPORATION
OF

RED POPSICLE, INC.

(name of corp)

FILED STATE
SECRETARY OF
TALLAHASSEE, FLORIDA
02 JUL 15 PM 2:31

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.

ARTICLE I - CORPORATE NAME

The name of the corporation is:
RED POPSICLE, 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 HUNDRED shares (100) of ONE 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:

RED POPSICLE, INC.

NAME: _____

ADDRESS: 10760 NW 12TH DRIVE

CITY: PLANTATION FLORIDA ZIP 33322

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

DOROM SHREM

NAME: _____

ADDRESS: 10760 NW 12TH DRIVE

CITY: PLANTATION FLORIDA ZIP 33322

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO (2) 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: DOROM SHREM

ADDRESS 10760 NW 12TH DRIVE

CITY PLANTATION FLORIDA ZIP 33322

NAME: GILI BITTON

ADDRESS 3141 NW 108TH TERRACE

CITY SUNRISE FLORIDA ZIP 33351

NAME: _____

ADDRESS: _____

CITY: _____ FLORIDA ZIP _____

ARTICLE VII - INCORPORATORS

The names and address of the incorporators signing theses
Articles of Incorporation are as follows:

NAME: DOROM SHREM PRES/TRES

ADDRESS: 10760 NW 12TH DRIVE

CITY: PLANTATION FLORIDA ZIP 33322

NAME: GILI BITTON V PRES/SEC

ADDRESS: 3141 NW 108TH TERRACE

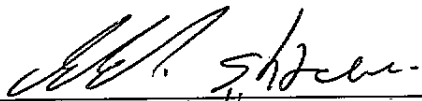
CITY: SUNRISE FLORIDA ZIP 33351


NAME: _____

ADDRESS: _____

CITY: _____ FLORIDA ZIP _____

IN WITNESS WHEREOF, the undersigned subscriber(s) have
executed these Articles of Incorporation this 18TH day of
JUNE, 2002.





STATE OF FLORIDA

COUNTY OF BROWARD)


before me_, a Notary Public authorized to take
acknowledgements in the State and County set forth above,
personally appeared

DOROM SHREM

GILI BITTON

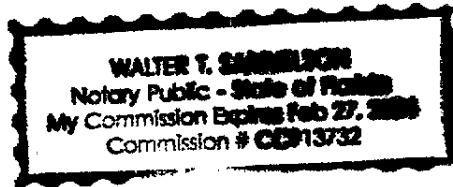
known to me and known to be the person(s) who executed the
foregoing Articles of Incorporation, and who acknowledged
before me that THEY executed these Articles of
Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and
seal, in the State and County aforesaid, this 18TH day
of JUNE, 2002.



Notary Public, State of Florida

My commission expires:



CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

RED POPSICLE, 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 _____

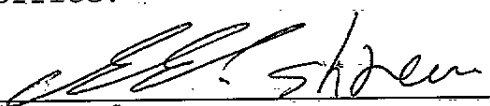
10760 NW 12TH DRIVE PLANTATION FL 33322

has named DOROM SHREM

located at the aforesaid address, as its Registered Agent to
accept service of process 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.



registered agent

02 JUL 15 PM 2:31

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA