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Charter Number Only

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Requestor's Name _____
Address _____
City _____ State _____ ZIP _____ Phone _____

VALIDATION ONLY

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TALAMON STATE
TALAMON, FLORIDA

2002 AUG 28 AM 12:29

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CORPORATION(S) NAME

Vintage Spoon Inc

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DIVISION OF CORPORATION

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Foreign | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reservation | <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Call If Problem | <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Mail Out |
| <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up | |

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier



Empire Toll Free: 1-800-432-3028

08-28-02

ARTICLES OF INCORPORATION

OF

VINTAGE SPOON INC.

We, the undersigned, have executed the following document as incorporator of the above named corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is **VINTAGE SPOON INC.**

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing of the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock which shall be designated as "Common Shares."

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his or her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI INITIAL PRINCIPAL OFFICE AN AGENT

The street address of the initial principal office of this corporation is 156 GREGORY PLACE, WPB FLORIDA 33405, and the name of the initial registered agent of this corporation at that address is ELIZABETH N. HOLT of 156 GREGORY PLACE, WPB FLORIDA 33405

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have (1) Director(s) constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The names and addresses for the initial Board of Directors of this corporation are:

Title: CEO-PRESIDENT
Name: ELIZABETH N. HOLT
Address: 156 GREGORY PLACE
WPB FLORIDA 33405

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is:

Name: ELIZABETH N. HOLT
Address: 156 GREGORY PLACE
WPB FLORIDA 33405

ARTICLE IX - INDEMNIFICATION

This corporation shall indemnify any officer or director to the full extent permitted by law.

ARTICLE X AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 26 day of AUGUST 2002.



ELIZABETH N. HOLT, Subscriber

STATE OF FLORIDA)

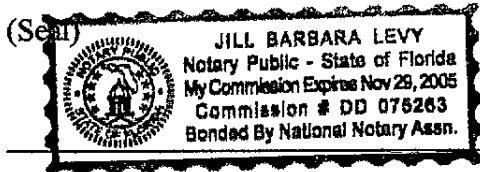
COUNTY OF PALM BEACH)

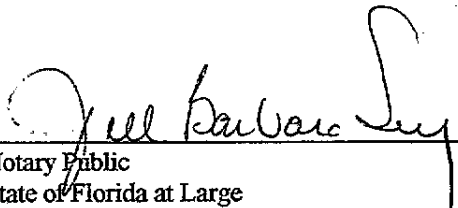
Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared ELIZABETH N. HOLT, who proved to me by identification that he is the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed such Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal

in the State of Florida and County of Palm Beach Florida aforesaid, this 26 day of AUGUST
2005.

My commission expires November 29, 2005.





Notary Public
State of Florida at Large

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507,
FLORIDA STATUTES, THE UNDERSIGNED CORPORATION COMPANY
SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A
REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF
FLORIDA.

FIRST THAT VINTAGE SPOON INC. DESIRING TO
ORGANIZE OR QUALIFY UNDER THE STATE OF FLORIDA, WITH ITS PRINCIPAL
PLACE OF BUSINESS AT 156 GREGORY PLACE, WPB FLORIDA 33405, HAS
NAMED ELIZABETH N. HOLT OF 156 GREGORY PLACE, WPB FLORIDA 33405,
STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
FLORIDA.

SIGNATURE



ELIZABETH N. HOLT - REGISTERED AGENT

DATE: AUGUST 26, 2002