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(Business Entity Name)

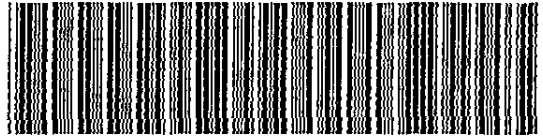
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03 JAN 27 AM 11:28
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STATE OF CALIFORNIA

2-4-03

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: CARMEN'S ITALIAN ICES, INC.,

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$ 78.75 payable to "Department of State"

For

Filing Fee & Certificate of Status

From: CARMEN'S ITALIAN ICES, INC.

5125 CASTELLO DR.

NAPLES, FL., 34103

(239) 434-8800

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

CARMEN'S ITALIAN ICES, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**5125 CASTELLO DR.
NAPLES, FL., 34103**

ARTICLE III - PURPOSE

The purpose for which the corporation is organized is:

FOOD SERVICE SALES

ARTICLE IV - SHARES

The number of shares of stock is:

5000 SHARES - NO PAR COMMON VALUE

ARTICLE V - INITIAL OFFICERS/DIRECTORS

The names(s) & address (as) are:

**STEVE KALLENS
5125 CASTELLO DR.
NAPLES, FL., 34103**

ARTICLE VI - REGISTERED AGENT

The name and Florida Street address of the initial registered agent is:

**STEVE KALLENS
5125 CASTELLO DR.
NAPLES, FL., 34103**

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CLERK OF STATE
CORPORATIONS
03 JAN 27 AM 11:28

ARTICLE VII - INCORPORATORS

The name and address of the incorporator is:

**STEVE KALLENS
5125 CASTELLO DR.
NAPLES, FL., 34103**

Steve Kallens
Signature (Steve Kallens - Registered Agent)

1/4/03
Date

Steve Kallens
Signature (Steve Kallens - Incorporator)

1/4/03
Date

REGISTERED AGENT DISCLAIMER:

I am hereby familiar and accept the duties & responsibilities as registered agent for this corporation.

Signature of Resident Agent:

x Steve Kallens

Steve Kallens