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FLORIDA PROFTT CORPORATION OR P.A.

Pretzel Aventura, Inc.

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION  
OF  
PRETZEL AVENTURA, INC.

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ARTICLE I  
NAME

The name of this corporation shall be:

PRETZEL AVENTURA, INC.

ARTICLE II  
PRINCIPAL OFFICE OF BUSINESS

The principal place of business of this corporation is:

19501 Biscayne Boulevard, Suite 400, Aventura, FL 33180.

ARTICLE III  
CAPITAL STOCK

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

ARTICLE IV  
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 19501 Biscayne Boulevard, Suite 400, Aventura, FL 33180 and the name of the initial registered agent is Marsha Soffer.

ARTICLE V  
INCORPORATOR

The name and address of the person signing these Articles as Sole Incorporator is Marsha Soffer and her address is 19501 Biscayne Boulevard, Suite 400, Aventura, FL 33180.

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## ARTICLE VI

DIRECTORSECRETARY OF STATE  
TALLAHASSEE, FLORIDA

This corporation shall have one (1) director initially. The number of directors may increase from time to time but shall never be less than one (1). The name of the initial Director is:

Marsha Soffer

19501 Biscayne Boulevard, Suite 400  
Aventura, FL 33180.

## ARTICLE VII

TERM

The effective date of these Articles shall be April 15, 2003 and shall continue until terminated.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 15<sup>th</sup> day of April, 2003.

  
Marsha Soffer, Sole IncorporatorACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT OF THE CORPORATION NAMED ABOVE, THE UNDERSIGNED DOES HEREBY ACCEPT SUCH APPOINTMENT AND DOES HEREBY AGREE TO DO ALL THINGS NECESSARY IN ORDER TO CARRY OUT ANY AND ALL DUTIES REQUIRED OF SUCH POSITION.

DATED THIS 15<sup>TH</sup> DAY OF APRIL, 2003.

BY:

  
MARSHA SOFFER

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