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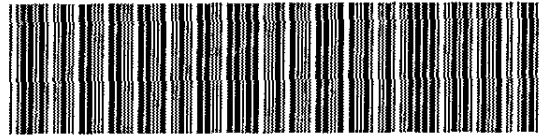
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03 JUN 12 PM 2:24

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

✓

6/6/11

LAW OFFICES  
GARY J. HAUSLER

GARY J. HAUSLER  
(MEMBER OF FLORIDA, WASH D.C., & N.Y. BARS)

June 11, 2003

950 N. COLLIER BLVD.  
SUITE 301  
THE SUNTRUST BUILDING  
MARCO ISLAND, FL 34145

(239) 394-3171  
FAX (239) 394-4858

Secretary of State  
Corporations Division  
Att.: New Filings  
409 East Gaines Street  
Tallahassee, FL 32399

VIA FEDERAL EXPRESS

RE: Incorporation of BLACK TRUFFLE CHOCOLATES, INC.

Dear Sir:

Enclosed herewith please find the following documents with respect to the filing of a new corporation entitled: BLACK TRUFFLE CHOCOLATES, INC.:

1. Original and one (1) copy of ARTICLES OF INCORPORATION;
2. The undersigned's escrow account check in the amount of \$78.75 as and for your filing fee;

Please proceed to file the enclosed original Articles and return a copy of the filed Articles of Incorporation for my file.

Thank you for your anticipated cooperation.

Very truly yours,

  
Gary J. Hausler

GJH:ct  
Encs.

ARTICLES OF INCORPORATION  
OF  
BLACK TRUFFLE CHOCOLATES, INC.

FILED  
03 JUN 12 AM 8:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is: BLACK TRUFFLE CHOCOLATES, INC.

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

The general purpose for which the corporation is organized are:

1. To engage in the business of the manufacture and retail sale of chocolate candies and related products, and other related and incidental business in connection with said business;
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act; and
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the same.

ARTICLE IV

The aggregate number of shares which the corporation is

authorized to issue is FIVE-HUNDRED (500) shares. Such shares shall be of a single class, and shall have a par value of One (\$1.00) Dollar per share.

#### ARTICLE V

The corporation is authorized to issue only one (1) class of stock and all issued stock shall be held of record by not more than thirty-five (35) persons. Stock shall be issued and transferable only to natural persons who are not nonresident aliens.

#### ARTICLE VI

No stockholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the corporation at the net asset value thereof. Such offering shall be in writing, signed by the stockholder; shall be sent by registered or certified mail to the corporation at its principal place of business; and shall remain open for acceptance by the corporation for a period of thirty (30) day from the date of mailing. If the corporation fails or refuses within such period to make satisfactory arrangements for the purchase of such shares, the stockholder shall have the right to dispose of his shares as he may see fit.

On the death of any stockholder, the corporation shall have the right to purchase all shares owned by such stockholder immediately following his death on the terms set forth above, and this provision

shall be binding on the executor, administer, or personal representative of each stockholder.

Each share certificate issued by the corporation shall have typed, printed or stamped thereon the following legend:

"These shares are held subject to certain transfer restrictions imposed by the Articles of Incorporation of the corporation . A copy of such Articles is on file at the principal office of the Corporation."

#### ARTICLE VII

The street address of the initial registered office of the corporation is: 950 N. Collier Boulevard, Suite 301, Marco Island, Collier County, Florida 34145, and the name of its initial registered agent at such address is GARY J. HAUSLER, ESQ.

#### ARTICLE VIII

The number of directors constituting the initial Board of Director of the corporation are one (1). The name and address of each person who is to serve as a member of the initial Board of Director is:

<u>NAME</u>	<u>ADDRESS</u>
MARK T. BEATTY	1540 Honeysuckle Avenue Marco Island, FL 34145

#### ARTICLE IX

The names and addresses of the incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
MARK T. BEATTY	1540 Honeysuckle Avenue Marco Island, FL 34145

ARTICLE X

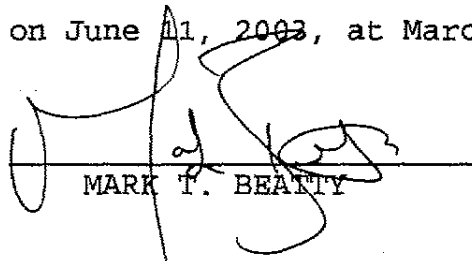
The names and addresses of the subscribers to the stock of the corporation are:

<u>NAME</u>	<u>ADDRESS</u>
MARK T. BEATTY	1540 Honeysuckle Avenue Marco Island, FL 34145
EMMANUEL BOSCHEREL	2037 Rookery Bay Drive #1804 Naples, FL 34114

ARTICLE XI

The principal place of business and mailing address of the corporation is: 1540 Honeysuckle Avenue, Marco Island, FL 34145.

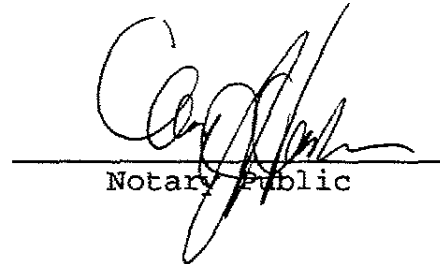
EXECUTED by the undersigned on June 11, 2003, at Marco Island, Florida.


  
MARK T. BEATTY

STATE OF FLORIDA  
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 11th day of June, 2003, by MARK T. BEATTY, who is personally known to me and who did not take an oath.

My Commission Expires:

  
Notary Public

 Gary J Hausler  
My Commission CC913267  
Expires March 13, 2004

ACKNOWLEDGMENT BY REGISTERED AGENT

GARY J. HAUSLER, ESQ., having been named Resident Agent in the Articles of Incorporation, hereby accepts and consents to act in this capacity and agrees to comply with the provisions of the Florida General Corporation Act.

Dated: June 11, 2003

  
GARY J. HAUSLER, ESQ.

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TALLAHASSEE, FLORIDA