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(Requestor's Name)

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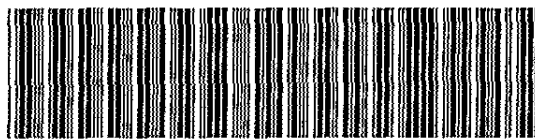
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W03-19944

7/18

Law Office

Brian A. Burden, P.A.

P.O. Box 767
Tampa, FL 33601-0767

(813) 254-7474
Fax (813) 254-7341

Robin McCormick
Legal Assistant

8 July 2003

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

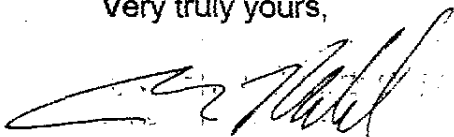
Re: **Articles of Incorporation of Scoops-N-Cones II, Inc.**
Our File No. 4562

Dear Sir/Madam:

Enclosed is the original and one copy of the Articles of Incorporation of Scoops-N-Cones II, Inc. to be filed and a check for the filing fee in the amount of \$70.00. Please return a copy of the filed articles in the enclosed envelope.

Thank you for your assistance.

Very truly yours,



Robin G. McCormick
Legal Assistant

Enclosures



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

July 15, 2003

ROBIN G MCCORMICK
BRIAN A BURDEN PA
PO BOX 767
TAMPA, FL 33601-0767

SUBJECT: SCOOPS-N-CONES II, INC.
Ref. Number: W03000019944

We have received your document for SCOOPS-N-CONES II, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight
Document Specialist
New Filings Section

Letter Number: 803A00041555

**ARTICLES OF INCORPORATION
OF
SCOOPS-N-CONES II, INC.**

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03 JUL 18 PM 1:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby associate for the purpose of becoming a corporation for profit under the laws of the State of Florida in compliance with Florida Statute §607.0202.

Article I

The name of the corporation shall be Scoops-N-Cones II, Inc.

Article II

The mailing address of the principal office of the corporation shall be:

4612 John Moore Road
Brandon, Florida 33511

Article III

The purpose for which the corporation is being formed and the general nature of the corporation's business shall be ice cream sales, as well as to engage in any other activity or business permitted under the laws of the State of Florida.

Article IV

The amount of capital stock of the corporation shall be One Thousand (1,000) shares of common stock with a par value of \$1.00 per share.

Article V

The entire voting power for the selection of directors and for all other purposes shall be vested exclusively in the holders of common stock who shall be entitled to one vote for each share of common stock held by them of record.

Article VI

The names and addresses of the members of the first Board of Directors until the first annual meeting of the stockholders are as follows:

Barbara Sue Miley
4612 John Moore Road
Brandon, Florida 33511

Timothy J. Miley
4612 John Moore Road
Brandon, Florida 33511

Article VII

The number of directors is to be not less than one nor more than five and the directors need not be stockholders. Any vacancies in the Board of Directors shall be filled by special meeting of the stockholders.

Article VIII

The names and addresses of the Officers of the corporation until the first annual meeting of the stockholders are as follows:

Barbara Sue Miley,
President and Secretary
4612 John Moore Rd.
Brandon, Florida 33511

Timothy J. Miley
Vice President and Treasurer
4612 John Moore Rd.
Brandon, Florida 33511

Article IX

The name and post office address of each incorporator of the Articles of Incorporation is as follows:

Timothy J. Miley
4612 John Moore Road
Brandon, Florida 33511

Article X

The duration of the corporation is to be perpetual.

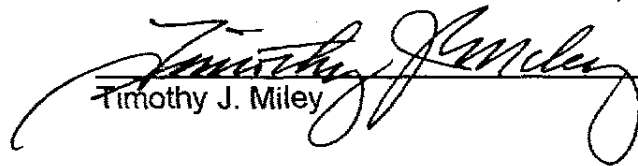
Article XI

The street address of the corporation's initial registered office and the name of its

initial registered agent at that office is:

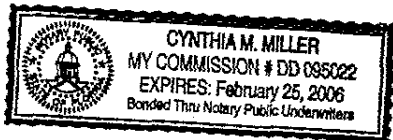
Brian A. Burden, Esq.
Brian A. Burden, P.A.
120 S. Willow Avenue
Tampa, Florida 33606

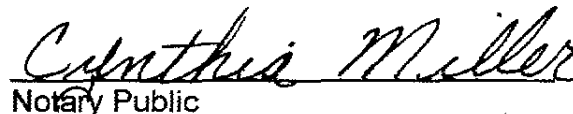
IN WITNESS WHEREOF, I have made, signed and acknowledged these Articles
of Incorporation of Scoops-N-Cones II, Inc. on June 30, 2003.


Timothy J. Miley

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

Timothy J. Miley appeared before me, the undersigned authority, and
acknowledged that he executed these Articles of Incorporation for Scoops-N-Cones II, Inc.
on June 30th, 2003.




Notary Public

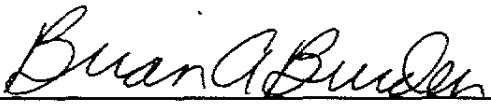
**Certificate Designating Place Of Business or
Domicile for the Service of Process Within This
State Naming Agent Upon Whom Service May Be Served**

In pursuance of Florida Statutes §48.091, the following is submitted in compliance with the Act:

Scoops-N-Cones II, Inc., desiring to organize under the laws of the State of Florida with its principal office at 4612 John Moore Road, Brandon, Florida 33511, has named Brian A. Burden, 120 S. Willow Avenue, Tampa, Florida 33606, as its agent to accept service of process within this state.

**Acknowledgment of Registered Agent and
Duties Pursuant to Florida Statute §607.0505**

Having been named to accept service of process for Scoops-N-Cones II, Inc. at 120 S. Willow Avenue, Tampa, Florida, 33606, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 607, Florida Statutes, relative to keeping open my office.



Brian A. Burden

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA