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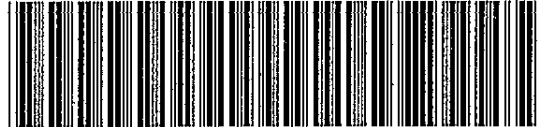
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TS 7/31/03

ALLAN L. HOFFMAN, P.A.
ATTORNEY AT LAW
1610 SOUTHERN BLVD.
W. PALM BEACH, FL 33406-3242
561-478-7066
Friday, July 25, 2003

Secretary of State
Division of Corporations
Box 6327
Tallahassee, Florida 32314

Dear Sirs: re: Candy Yellow Apple, Inc.

Enclosed is a resident agent certificate and articles of incorporation. Please file these and return a copy to me. My check in the amount of \$70 is enclosed.

Sincerely,

A handwritten signature in black ink, appearing to be 'Allan L. Hoffman', written in a cursive style.

Allan L. Hoffman

ARTICLES OF INCORPORATION
FOR
CANDY YELLOW APPLE, Inc.

THE UNDERSIGNED, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE ONE: The name of the Corporation is CANDY YELLOW APPLE, Inc..

ARTICLE TWO: The duration of the corporation is perpetual.

ARTICLE THREE: The general purpose for which the corporation is organized is to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any trade or business for any lawful purpose.

ARTICLE FOUR: The aggregate number of shares which the corporation is authorized to issue is Five Hundred (500). Such shares shall be of a single class, and shall have a par value of One Dollar (\$1).

ARTICLE FIVE: The street address of the corporation's principal office, the mailing address of the corporation and the initial registered office of the corporation is 2633 Lantana Road, Suite 36, Lantana, Florida 33462 and its initial registered agent at such address is JAMES M. SCHILLER.

ARTICLE SIX: The number of directors constituting the initial board of directors of the corporation is one. The name and address of each person who is to serve as a member of the initial board of directors is: JAMES M. SCHILLER of 2633 Lantana, Florida 33462. It is anticipated that this corporation will be operated by the stockholders without a Board of Directors.

ARTICLE SEVEN: The name and address of each incorporator is: JAMES M. SCHILLER, 2633 Lantana Road, Suite 36, Lantana, Florida 33462

Executed by the undersigned at Lantana Florida this 15 day of July, 2003.


JAMES M. SCHILLER

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 15 day of July, 2003, by JAMES M. SCHILLER, who is personally known to me.


Notary Public



Sandra Mahaffey
Commission # DD102336
Expires April 6, 2006
Bonded Thru
Atlantic Bonding Co., Inc.

Personally known to me

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTE.
THE FOLLOWING IS SUBMITTED.

FIRST--THAT Candy Yellow Apple, Inc., DESIRING TO ORGANIZE UNDER THE
LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS AT
2633 Lantana Road, Suite 36, Lantana, Florida 33462 HAS NAMED JAMES M.
SCHILLER, LOCATED AT 2633 Lantana Road, Suite 36, Lantana, Florida 33462, AS ITS
AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE

CORPORATE OFFICER

TITLE President

DATE July 15, 2003

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR
THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN
THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY,
AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL
STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF
MY DUTIES.

SIGNATURE

RESIDENT AGENT

DATE JULY

15, 2003

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TALLAHASSEE, FLORIDA