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Transmittal Letter

Department Of State

Division Of Corporations

P.O. Box 6327

Tallahassee, Florida 32314

Subject: "BRESEB", INC.

Enclosed is an original and one (1) copy of the Articles Of Incorporation and a check for: $78.75 for filing fee and certified copy.

From: HAROLD BRETON

3324 S.W. 23RD TERRACE

MIAMI, FLORIDA

33145.

(305) 448-7771.

ARTICLES OF INCORPORATION
OF
"BRESEB", INC.

The undersigned, for the purpose of forming a corporation hereby adopts the following Articles of Incorporation.

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ARTICLE I
(NAME)

The name of the corporation is "BRESEB", INC.

ARTICLE II
(Duration)

The duration of this corporation is perpetual.

ARTICLE III
(Purpose)

The general purpose for which this corporation is organized is to engage in the operation of ANY AND ALL FORMS UNLIMITED, INVENTED OR TO BE INVENTED, EXISTING OR YET TO EXIST, OF CANDIES, SWEETS, SWEET MEATS, BAKERY PRODUCTS AND OR CONFECTIONERY, MANUFACTURING, DISTRIBUTION, SELLING, PROMOTIONS AND ADVERTISEMENT IN ANY AND ALL FORMS, METHODS AND CAPACITIES AS AGENCY, AGENT, SHOP OWNER, REPRESENTATIVE, MANAGEMENT, PROMOTION AND PROMOTER, ENTREPRENEUR IN ANY AND ALL FIELDS AND OR AREAS IN PART OR IN WHOLE COVERED AND OR SPECIALIZED IN CANDIES, BAKERY PRODUCTS, SWEETS, SWEET MEATS AND CONFECTIONERY.

ARTICLE IV
(Initial registered office, registered agent, principal office and mailing address)

The street address of the initial registered office of this corporation is "BRESEB", INC., 7370 Big Cypress Court, Miami Lakes, Florida 33145, and the name of the initial registered agent of this corporation at that address is Dahlia Canes. The principal office and mailing address of the corporation is 3324 S.W. 23rd Terrace, Miami, Florida 33145.

ARTICLE V
(Capital Stock)

This corporation is authorized to issue 500 shares of common stock with a par value of $ 1.00 per share.

ARTICLE VI
(Initial Board of Directors)

This corporation shall have one Director initially. The number of Directors may be either increased or diminished from time to time by a majority of the shareholders present in person or by proxy at any annual or special meeting of the shareholders but shall never be more than (3) Directors nor less than one. The names and addresses of the initial Director of this corporation is:

Harold Breton
3324 S.W. 23rd Terrace
Miami, Florida 33145

ARTICLE VII
(S Corporation Status)

This corporation has authorized its officers to take all action necessary to apply for Chapter Sub S corporation status.

ARTICLE VIII
(Incorporators)

The name and address of the person signing these Articles is

Harold Breton
3324 S.W. 23rd Terrace
Miami, Florida 33145

ARTICLE IX
(Amendment)

This corporation reserves the right, subject to the approval of persons voting not less than two-thirds majority of the outstanding fully paid and non-assessable shares of the capital stock of the corporation, to amend or repeal any provision contained in these Articles of Incorporation,or any amendment to them, and any right conferred upon the shareholders, is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 4 day of August, 2003.

Harold Breton
Harold Breton
FDL B635-340-70-297-0

STATE OF FLORIDA)
) S.S.
COUNTY OF DADE)

On this 4 day of AUGUST, 2003, before me personally appeared Harold Breton, Personally known to me an subscribed before me on this 04 day of AUG, 2003; and also produced a valid Driver's License who executed the foregoing instrument, and acknowledged to me that he executed the same as his free act and deed, and who did take an oath.

Sworn to before me, a Notary Public, this 4 day of August, 2003.

Maria Mejia Patterson
Notary Public
NOTARY PUBLIC
Print Name
MARIA MEJIA PATTERSON
MY COMMISSION # CC 954077
EXPIRES: September 13, 2004
Bonded Thru Notary Public Underwriters

Certificate Number
Maria Mejia Patterson

My commission expires:
09-13-04

Written Consent of Directors to Organize

The Board of Directors of **"BRESEB", INC.** a Florida corporation (the "Corporation), takes the following actions by unanimous written consent to organize the Corporation.

I. **Articles Of Incorporation:** The articles of incorporation of the Corporation are approved.

2. **Officers:** The following personS are appointed to the offices set forth opposite their names to serve until their successors are appointed:

President

Vice President

Secretary

Treasurer
Harold Breton to all of the above offices.

3. **The bylaws** that are in the Corporate Records binder are adopted and approved as the bylaws of the Corporation.

4. **Stock Certificates:** The common stock certificates that are in the Corporate Records binder are approved as the form to be used in issuing shares of common stock of the Corporation.

5. **Bank Account:** The officers are directed to open an account with a bank or other financial institution and to deposit in that account all funds of the Corporation. All resolutions required to open an account in accordance with this paragraph are adopted as the action of the Board of Directors.

6. **Organizational And Start Up Expenditures:** The officers of the Corporation are authorized to elect to amortize organizational and qualified start-up expenditures in accordance with Sections 248 tend 195 of the internal Revenue Code, as amended.

7. **Approval Of Prior Actions:**. All lawful actions by the incorporator and its representatives which were taken on behalf of the corporation prior to the effective date of this written consent are approved.

8. **Subscription For Shares Of The Corporation :** For the consideration determined by the Board of Directors to be adequate, the Corporation will issue a stock certificate for shares of the Corporation's common stock to each person named below:

Shares	Shareholder
500	Harold Breton

The undersigned, constituting the Corporation's entire Board of Directors, executed this written consent effective as of the 4 day of August 2003.

Harold Breton

Harold Breton

ACCEPTANCE BY REGISTERED AGENT

The undersigned, being the person named as initial registered agent of "BRESEB", INC.", Inc., accepts the obligations thereunder.

Executed this 8th day of Aug, 2003.

DAHLIA CANES

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: "BRESEB", INC.

2. The name and address of the registered agent and office is:

DAHLIA CANES
(Name)

7370 BIG CYPRESS COURT
(P.O. Box or Mail Drop Box NOT acceptable)

MIAMI LAKES, FLORIDA, 33014
(City/State/Zip)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provision of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

(Signature)

08/04/03
(Date)