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### THE WINICKI LAW FIRM, P.A.

October 27, 2003

Department of State Division of Corporations P.O. Box 6327 Tallahassee, Fl. 32314

William Vorrase

Re: Incorporation of Treats to Go, Inc.

Dear Sir:

cc:

Enclosed are an original and two copies of the articles of incorporation for Treats to Go, Inc. and a check for \$87.50 for the filing fee, certified copy and certificate of status.

Sincerely,

Robert J. Winicki

# ARTICLES OF INCORPORATION of TREATS TO GO, INC.

The undersigned person, acting as incorporator of a corporation organized under the laws of Florida, hereby adopts the following Articles of Incorporation:

# ARTICLE I CORPORATE NAME

The name of this corporation is Treats to Go, Inc.

#### ARTICLE II INITIAL PRINCIPAL OFFICE

The mailing address of the corporation's initial principal office is:

13700 Sutton Park Drive Suite 1212 Jacksonville, Fl. 32224



#### ARTICLE III SHARES

The total number of shares which the corporation shall have authority to issue is 2,000 shares of no par value stock.

# ARTICLE IV REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

Registered Agent: William P. Vorrase 13700 Sutton Park Drive Suite 1212 Jacksonville, Fl. 32224

#### ARTICLE V PURPOSE

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

#### ARTICLE VI DIRECTORS

The name and residence address of the person constituting the initial board of directors is:

William P. Vorrase 13700 Sutton Park Drive Suite 1212 Jacksonville, Fl. 32224

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

#### ARTICLĒ VII LIABILITY OF DĪRECTORS

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

# ARTICLE VIII OTHER PROVISIONS

<u>Director or Officer Interest.</u> In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

Corporate Seal. The corporation shall have no corporate seal.

#### Certification

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.

President

#### Registered Agent Certification

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions 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.

William P. Vorrase

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