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TERRANCE R. KETCHEL, P.A.
ATTORNEYS AND COUNSELORS AT LAW
126 NE EGLIN PARKWAY
FORT WALTON BEACH, FLORIDA 32548

TERRANCE R. KETCHEL

(850) 664-2705
FAX (850) 664-7933
trkpa2@aol.com

March 18, 2004

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32301

Re: Fresh Bread, Inc.

Dear Sir/Madam:

Enclosed please find an original and two copies of the Articles of Incorporation for Fresh Bread, Inc. together with a check in the amount of \$70.00 representing the filing fee.

Please return the copies of the filed Articles of Incorporation to the address noted above. Thank you for your assistance and should you have any questions concerning this matter, please do not hesitate to contact me.

Sincerely,

Terrance R. Ketchel

Encl.

ARTICLES OF INCORPORATION

FOR

FRESH BREAD, INC.

Article I.

Corporate Name

The name of this corporation is Fresh Bread, Inc.

Article II.

Nature of Business and Powers

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

Article III.

Term of Existence

This Corporation shall have perpetual existence commencing upon filing of these Articles of Incorporation.

Article IV.

Capital Stock

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is Ten Thousand (10,000) shares of common stock having no par value.

Article V.

Registered Agent and Initial Registered and Principal Office

The name of the initial registered agent and the street address of the initial registered office and principal office of this Corporation in the State of Florida shall be: Sylvia Jackson , F2 160

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TALLAHASSEE, FLORIDA

Jackson's Run, Santa Rosa Beach, Florida 32459. The Board of Directors from time to time may move the registered office to any other address in the State of Florida.

Article VI.

Board of Directors

This Corporation shall have one (1) director initially. The number of director may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

Article VII.

Initial Director

The name of the initial director of this Corporation and her street addresses is: Sylvia Jackson , F2 160 Jackson's Run, Santa Rosa Beach, Florida 32459. The person named as initial director shall hold office for the first year of existence of this Corporation or until their successor is elected or appointed and has qualified, whichever occurs first.

Article VIII.

Incorporator

The name and street address of the person signing these Articles of Incorporation as the Incorporator is: Sylvia Jackson , F2 160 Jackson's Run, Santa Rosa Beach, Florida 32459.

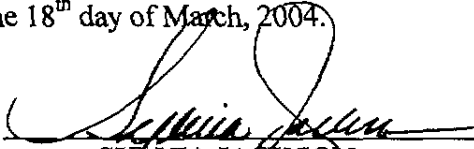
Article X.

Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by at least a majority of the stock entitled to vote, unless all of

the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator and Registered Agent, has executed the foregoing Articles of Incorporation on the 18th day of March, 2004.


SYLVIA JACKSON

STATE OF FLORIDA
COUNTY OF OKALOOSA

I HEREBY CERTIFY that on this 18th day of March, 2004, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Sylvia Jackson, who is personally known to me or who has produced the identification identified below, who is the person described in and who executed the foregoing instrument, and who after being duly sworn says that the execution hereof is her free act and deed for the uses and purposes herein mentioned.


SWORN TO AND SUBSCRIBED before me on the day and year last aforesaid.

To me personally known



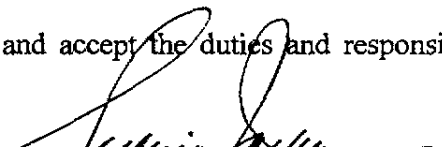
Identified by Driver's License Number J25D-785-50-679-0
issued by the State of _____.

TERRANCE R. KETCHEL
Notary Public, State of Florida
My comm. exp. Sept. 20, 2006
Comm. No. DD 151911


Notary Public
Typed Name: _____
My Commission Expires: _____
Commission No.: _____

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

I, Sylvia Jackson, am hereby familiar with and accept the duties and responsibilities as Registered Agent for Fresh Bread, Inc.


SYLVIA JACKSON
Registered Agent