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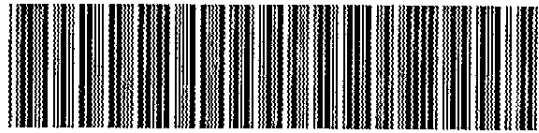
(Business Entity Name)

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5/27/04

Christopher E. Ells

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Courthouse Square
Suite 200
200 Southeast Sixth Street
Ft. Lauderdale, FL 33301

May 25, 2004

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

Re: T.P.'s Pepper Emporium, Inc.

Dear Division of Corporations:

Enclosed please find a check made payable to Florida Department of State in the amount of \$78.75 for the filing of the enclosed Articles of Incorporation. Please return the certified copy in the enclosed envelope.

Thank you for your attention to this matter.

Very truly yours,



Christopher E. Ells, Esq.

ARTICLES OF INCORPORATION
OF
T.P.'S PEPPER EMPORIUM, INC.

FILED
04 MAY 27 PM 2:07
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is:

T.P.'S PEPPER EMPORIUM, INC.

(hereinafter called the "Corporation")

ARTICLE II PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under the General Corporation Act of the State of Florida.

ARTICLE III CAPITAL STOCK

The aggregate number of shares in which the corporation shall have the authority to issue is 1000 shares of Common Stock, par value \$1.00 per share.

ARTICLE IV OFFICERS

The officers of the corporation shall be as follows:
TOWNSEND PILLSBURY, President

ARTICLE V REGISTERED AGENT

The registered agent of the corporation shall be:

TOWNSEND PILLSBURY
4781 N.E. 5 TERRACE
FORT LAUDERDALE, FL 33334

ARTICLE VI CORPORATION ADDRESS

T.P.'S PEPPER EMPORIUM, INC.
4781 N.E. 5 TERRACE
FORT LAUDERDALE, FL 33334

ARTICLE VII INCORPORATOR'S ADDRESS

TOWNSEND PILLSBURY
4781 N.E. 5 TERRACE
FORT LAUDERDALE, FL 33334

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04 MAY 27 PM 2:07
TALLAHASSEE, FLORIDA

ARTICLE VIII EXECUTION OF CORPORATION


TOWNSEND PILLSBURY, President

**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 STATEMENTS IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Corporation is:

T.P.'S PEPPER EMPORIUM, INC.

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

TOWNSEND PILLSBURY
4781 N.E. 5TH TERRACE
FORT LAUDERDALE, FLORIDA 33334

Having been named as registered agent and to accept service of process for the above mentioned 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 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.


(Signature)

5/25/04
(Date)