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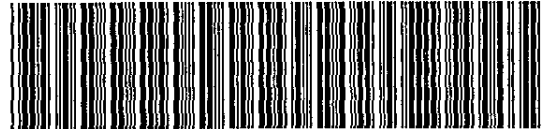
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EFFECTIVE DATE

6/1/05

FILED

05 APR 15 AM 8:12

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

4/20/05  
BWL

*Mr. and Mrs. Dennis Ervin*

P. O. Box 160223 ♦ Altamonte Springs, Florida 32716  
Phone: 407-448-5998 ♦ Fax: 407-688-1622  
eMail: annekiven1@yahoo.com

April 12, 2005

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Re: Chocolate Creations Inc.

Gentlemen:

Enclosed please find one original and a copy of the Articles of Incorporation of Chocolate Creations Inc. along with our check made payable to the Secretary of State in the amount of \$70.00 which includes the statutory filing fee, and the designation of Registered Agent fee.

The effective time and date of the corporation is to be 12:01 a.m. on June 1, 2005. Your assistance in establishing the corporation to be known as Chocolate Creations Inc. is appreciated.

**Please return the approved copy to the Ayn Ervin at P. O. Box 160223, Altamonte Springs, FL 32716.**

I can be reached at 407 448-5998.

Sincerely,



Ayn Ervin

:ae

**ARTICLES OF INCORPORATION**  
**OF**  
**CHOCOLATE CREATIONS INC.**

**FILED**

05 APR 15 AM 8:12

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**EFFECTIVE DATE**

6/1/05

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a corporation under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of the corporation is CHOCOLATE CREATIONS INC.

**ARTICLE II - NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation is:  
To hold and operate a Schakolad Chocolate Factory franchise.

**ARTICLE III - CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares at \$1.00 par value.

The consideration to be paid for each share shall be in money, property or services and the amount shall be fixed by the Board of Directors.

**ARTICLE IV - INITIAL CAPITAL**

The amount of capital with which this corporation will begin business is One Hundred and 00/100 Dollars (\$100.00).

**ARTICLE V - EFFECTIVE TIME & DATE OF DOCUMENT**

Pursuant to Section 607.0123 (2) the effective date of incorporation is to be at 12:01 a.m. on June 1, 2005.

**ARTICLE VI - TERM OF EXISTENCE**

The corporation is to exist perpetually.

**ARTICLE VII - ADDRESS**

The initial post office address of the principal office of the corporation is 7569 West Sand Lake Road, Orlando, Florida 32819. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

**ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 7569 West Sand Lake Road, Orlando, Florida 32819 and the name of the initial registered agent of the corporation at that address is Dennis R. Ervin.

**ARTICLE IX - INITIAL BOARD OF DIRECTORS**

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one. The name and address of the initial directors of this corporation is

Dennis R. Ervin  
P. O. Box 160223  
Altamonte Springs, Florida 32716

Ayn Ervin  
P. O. Box 160223  
Altamonte Springs, Florida 32716

**ARTICLE X - INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is: Dennis R. Ervin of P. O. Box 160223, Altamonte Springs, Florida 32716.

### **ARTICLE XI - AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

### **ARTICLE XII - SUBSCRIBER**

The name and the post office address of the subscribers to the Articles of Incorporation, the number of shares of common stock which each agrees to take, and the value of the consideration therefor, is:

Dennis R. Ervin	50	\$50.00
P. O. Box 160223, Altamonte Springs, Florida 32716		

Ayn Ervin	50	\$50.00
P. O. Box 160223, Altamonte Springs, Florida 32716		

### **ARTICLE XIII - PREEMPTIVE RIGHTS**

Every stockholder, upon the sale for cash of any new stock of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others, which price, in the case of par value shares, may be in excess of par.

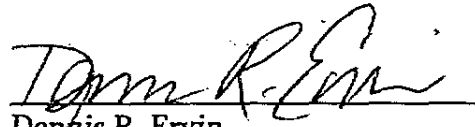
### **ARTICLE XIV - BUY-SELL AGREEMENT**

The stock to be issued by this corporation shall be subject to a buy-sell agreement whereby each stockholder shall have the right of first refusal to purchase his pro rata share of any stock to be sold by an existing stockholder.

**ARTICLE XV - LIABILITY OF SHAREHOLDERS**

Pursuant to Section 607.0831, Florida Statutes, the directors of said corporation shall have no personal liability for the actions of the corporation unless specifically granted, in writing, by the shareholders to the corporation.

*IN WITNESS WHEREOF*, the undersigned subscriber has executed these Articles of Incorporation this 12th day of April, 2005.

  
Dennis R. Ervin

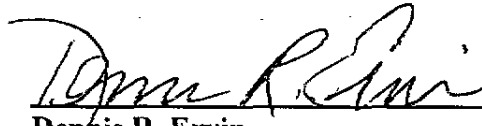
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In pursuant of Section 607.0501, Florida Statutes the following is submitted, in compliance with said act.

FIRST --- CHOCOLATE CREATIONS INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at Orange County, State of Florida, has named Dennis R. Ervin of 7569 West Sand Lake Road, Orlando, Florida 32819, County of Orange, State of Florida, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

  
Dennis R. Ervin