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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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CLERK OF SUPERIOR COURT
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

2006 MAR 02 10:00 AM

CORPDIRECT AGENTS, INC. (formerly CCRS)
515 EAST PARK AVENUE
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: TRACY SPEAR

DATE: 03/02/06

REF. #: 000174.48671

CORP. NAME: THE CUPCAKE BOUTIQUE, INCORPORATED

(XX) ARTICLES OF INCORPORATION () ARTICLES OF AMENDMENT () ARTICLES OF DISSOLUTION
() ANNUAL REPORT () TRADEMARK/SERVICE MARK () FICTITIOUS NAME
() FOREIGN QUALIFICATION () LIMITED PARTNERSHIP () LIMITED LIABILITY
() REINSTATEMENT () MERGER () WITHDRAWAL
() CERTIFICATE OF CANCELLATION
() OTHER:

STATE FEES PREPAID WITH CHECK# 1111 FOR \$ 78.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

_____ COST LIMIT: \$ _____

PLEASE RETURN:

(XX) CERTIFIED COPY () CERTIFICATE OF GOOD STANDING () PLAIN STAMPED COPY
() CERTIFICATE OF STATUS

Examiner's Initials

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ARTICLES OF INCORPORATION
OF
THE CUPCAKE BOUTIQUE, INCORPORATED

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is:

THE CUPCAKE BOUTIQUE, INCORPORATED

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is:

1,000 Shares of Common Stock

par value of \$1.00 per share

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ARTICLE V - PRINCIPAL OFFICE

The address of the principal place of business of this Corporation shall be:

1533 State Street
Sarasota, FL 34236

and, the mailing address of this Corporation shall be:

1533 State Street
Sarasota, FL 34236

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The registered agent and street address of the registered office of this Corporation is:

Lora Hubbard
1533 State Street
Sarasota, FL 34236

ARTICLE VII - DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

Kristen Srur
1533 State Street
Sarasota, FL 34236

Lora Hubbard
1533 State Street
Sarasota, FL 34236

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

ARTICLE IX - INCORPORATOR

The name and street address of each incorporator to these Articles of Incorporation is:

Kristen Srur
1533 State Street
Sarasota, FL 34236

The undersigned has executed these Articles this 28th day of February, 2006.

Kristen Srur
Kristen Srur

"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for THE CUPCAKE BOUTIQUE, INCORPORATED at the place designated in the Articles, 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.

Date: February 28, 2006

Lora Hubbard
Lora Hubbard

"REGISTERED AGENT"

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