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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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FLORIDA DEPARTMENT OF STATE

October 19, 2006

CAPITAL CONNECTION

ATT: WL

SUBJECT: BEVOLUTION BRANDS, INC.

Ref. Number: W06000045902

Division of Corporations

OPRECIONATION OF FILLING

NDS, INC.

DEPARTMENT OF STATE OF STATE OF CORPORATIONS

We have received your document for BEVOLUTION BRANDS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Florida law requires the street address of the principal office and, if different the mailing address of the entity. A post office box is not acceptable for the principal office.

An effective date <u>may</u> be added to the Articles of Incorporation <u>if a 2007 date is needed</u>, otherwise the date of receipt will be the file date. <u>A separate article must be added to the Articles of Incorporation for the effective date.</u>

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6925.

Cynthia Blalock Document Specialist New Filing Section

Letter Number: 406A00062274

ARTICLES OF INCORPORATION

OF

06 OCT 18 AM 10: 27 BEVOLUTION BRANDS, INC. SECRETARY OF STATE

THE UNDERSIGNED, for the purpose of forming a corporation for profit pursuant to the provisions of the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation shall be BEVOLUTION BRANDS, INC.

ARTICLE II - MAILING ADDRESS

The mailing address of this corporation is as follows:

2971 N.E. 16th Avenue Oakland Park, F1. 33334

ARTICLE III - DURATION AND COMMENCEMENT

This corporation shall exist perpetually commencing on October 18, 2006.

ARTICLE IV - PURPOSES

This corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE V - CAPITAL STOCK

The authorized capital stock of this corporation shall consist

of one hundred thousand (100,000) shares of common stock, having a par value of \$.001 per share.

ARTICLE VI - INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The name of the initial Registered Agent and the street address of the initial Registered Office of this corporation are as follows:

Name

Address

Edwin B. Kagan

2709 Rocky Point Drive Suite 102 Tampa, FL 33607

ARTICLE VII - DIRECTORS

This corporation shall have no directors initially. The affairs of this corporation shall be managed by the shareholders until such time as directors are elected by the shareholders.

ARTICLE VIII - OFFICERS

Each of the following persons shall serve as an officer of this corporation until the earlier of his/her resignation, death or removal from office or until his/her successor is chosen and qualifies:

Name

Office

A.J. Barbato

President

Christine Six

Vice President

Richard A. Peluchette

Vice President

Linda Watson

Vice President

ARTICLE IX - INCORPORATOR

The name and address of the corporation's incorporator is as follows:

Name

Address

Edwin B. Kagan

2709 Rocky Point Dr. Suite 102 Tampa, FL 33607

ARTICLE X - INDEMNIFICATION

This corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this 1774 day of October, 2006.

EDWIN B. KAGAN, Incorporator

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

The foregoing Articles of Incorporation were sworn to and acknowledged before me this 17 TH day of October, 2006, by EDWIN B. KAGAN.

NOTARY PUBLIC - STATE OF FLORIDA

My Commission Expires:

ACCEPTANCE AND ACKNOWLEDGMENT

I hereby accept to act as Registered Agent, and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I am familiar with and accept the obligations of Section 607.0505, Florida Statutes.

Edwin B. Kagan REGISTERED AGENT

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