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SECRETARY OF \$14. TALLAHASSEE, FLORIDA

## RONALD PETER ROMAN, P. A. 8306 Mills Drive, Suite 699 Miami, Florida 33183 305-279-5180

November 27, 2006

Department of State Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

Re: Articles of Incorporation of Cookie Diet Franchise Corporation

#### Gentlemen:

Enclosed please find an original and copy of the Articles of Incorporation of Cookie Diet Franchise Corporation, along with a check in the sum of \$70. Please return the copy stamped to show the date and time of incorporation.

Thank you in advance for your assistance.

Very truly yours,

### ARTICLES OF INCORPORATION OF

#### COOKIE DIET FRANCHISE CORPORATION

N TALEGRED 4:55 Under the laws of

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

#### ARTICLE I

The name of the corporation is Cookie Diet Franchise Corporation

#### **ARTICLE II**

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any one time is 7,500 shares of common stock having a par value of \$1.00 per share.

#### **ARTICLE III**

The existence of the corporation shall be perpetual. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

#### ARTICLE IV

The street address of the initial registered office of the corporation is 12254 SW 131 Avenue, Miami, FL 33186 and the initial registered agent of the corporation at that address is Sanford Siegal.

#### ARTICLE V

The mailing address of the corporation is located at: 12254 SW 131 Avenue, Miami, FL 33186

#### **ARTICLE VI**

The name and street address of the member(s) of the first Board of Directors of the corporation who shall hold office for the first year of the corporation's existence or until a successor is elected and has qualified is:

Name Address

Sanford Siegal 12254 SW 131 Avenue

Miami, FL 33186

Lyndol Siegal 12254 SW 131 Avenue Miami, FL 33186

#### **ARTICLE VII**

The name and street address of each incorporator signing these articles is:

<u>Name</u> <u>Address</u>

Sanford Siegal 12254 SW 131 Avenue Miami, FL 33186

#### **ARTICLE VIII**

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

EXECUTED at Miami, Florida, this 27 day of November, 2006.

## CERTIFICATE DESIGNATING RESIDENT AGENT AND REGISTERED OFFICE

In accordance with Chapter 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof.

#### **DESIGNATION**

Cookie Diet Franchise Corporation desiring to organize under the laws of the State of Florida, hereby designates Sanford Siegal as its registered agent and 12254 SW 131 Avenue, Miami, FL 33186 as its registered office.

#### **ACCEPTANCE**

Having been named as registered agent for the above named corporation, I hereby agree to act in such capacity for such corporation at its registered office.

Sanford Siegal (Registered Agent)

STATE OF FLORIDA )
) :ss COUNTY OF MIAMI-DADE )
The foregoing instrument was acknowledged before me this 27 day of November,
2006, by Sanford Siegal, who is personally known to me or who has produced
as identification and who did did not take an oath.
Notary Public, STATE OF FLORIDA
Print Name:
My Commission Expires:

