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To:
Division of Corporations
Fax Number : (850) 205-0381

From:
Account Name : STANLEY A. GOLDSMITH, ATTORNEY AT LAW
Account Number : I200000000069
Phone : (941) 955-1990
Fax Number : (941) 955-4997

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FLORIDA PROFIT/NON PROFIT CORPORATION

Chocolate Entertainment, Inc.

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2-20-07
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ARTICLES OF INCORPORATION
of
CHOCOLATE ENTERTAINMENT, INC.

FIRST:

The name of the Corporation shall be CHOCOLATE ENTERTAINMENT, INC. The principal mailing address of the Corporation is 1605 Main Street, Suite 1001, Sarasota, Florida 34236.

SECOND:

The purposes for which the Corporation is formed are any and all lawful purposes for which a corporation may be formed pursuant to the laws of the State of Florida and the United States.

THIRD:

The Corporation shall be authorized and empowered to issue TEN THOUSAND (10,000) shares of common stock.

FOURTH:

The mailing address of the Registered Office of the Corporation is 1605 Main Street, Suite 1001, Sarasota, Florida 34236.

FIFTH:

The Registered Agent for the Corporation shall be:

STANLEY A. GOLDSMITH
1605 Main Street, Suite 1001
Sarasota, Florida 34236

SIXTH:

To the Incorporator of CHOCOLATE ENTERTAINMENT, INC.:

I understand my obligations as your Registered Agent and hereby accept appointment as your Registered Agent in accordance with F.S. 48.091.

Date

2/16/07

Stanley A. Goldsmith

SEVENTH:

The Incorporator of CHOCOLATE ENTERTAINMENT, INC., who by his signature hereby acknowledges the adoption of these Articles of Incorporation, is:

STANLEY A. GOLDSMITH
1605 Main Street
Suite 1001
Sarasota, Florida 34236

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EIGHTH

The initial Board of Directors of the Corporation shall consist of TWO (2) members:

David Simson
5226 Magnolia Pond Drive
Sarasota, Florida 34233

Edward Herzog
4302 Carrollwood Village Drive
Tampa, Florida 33618

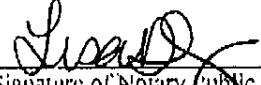
NINTH

The Officers of the Corporation shall be:

President: DAVID SIMSON
Vice President: EDWARD HERZOG
Secretary: EDWARD HERZOG
Assistant Secretary: DAVID SIMSON
Treasurer: DAVID SIMSON
Assistant Treasurer: EDWARD HERZOG

STATE OF FLORIDA)
COUNTY OF SARASOTA) ss:

The foregoing Articles of Incorporation of CHOCOLATE ENTERTAINMENT, INC., were acknowledged before me this 11 day of Feb, 2007, by STANLEY A. GOLDSMITH as Registered Agent. He is personally known to me or has produced _____ as identification and did not take an oath. If no type of identification is indicated, the above-named person is personally known to me.

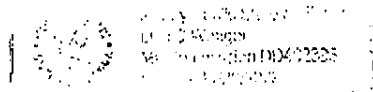
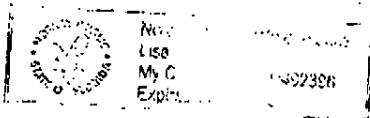


Signature of Notary Public

Lisa D. Wenger

Print Name of Notary Public

I am a Notary Public of the State of
FL and my commission
expires on 11/20/09.



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