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To: Division of Corporations
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From: Account Name : ARNSTEIN & LEHR LLP
Account Number : I20060000021
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TALLAHASSEE, FLORIDA

FLORIDA PROFIT/NON PROFIT CORPORATION

CHILLY JOE'S, INC.

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CHILLY JOE'S, INC.

I, the undersigned Incorporator and Subscriber, being a natural person competent to contract, hereby organize and incorporate under the laws of the State of Florida a corporation for profit as follows:

ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be CHILLY JOE'S, INC., having as its initial corporate mailing address:

15188 Oak Chase Court
Wellington, FL 33414

ARTICLE II - DURATION

This corporation shall be perpetual in existence unless sooner dissolved according to law.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business which corporations may transact pursuant to Chapter 607, Florida Statutes.

ARTICLE IV - CAPITAL STOCK

The authorized capital stock of the corporation shall be One Thousand (1,000) shares common stock.

All of said stock shall be payable in cash, patents, stock, notes, accounts, claims, real estate or other property, or labor or services actually performed for the corporation at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, labor or services may be purchased or paid for with the capital stock

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at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE V - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

515 North Flagler Drive
Sixth Floor
West Palm Beach, Florida 33401

The name of the initial registered agent of this corporation at that address is Jose D. Sosa, Esq. This corporation shall have the privilege of having branch offices at other places within or without the State of Florida and within or without the United States of America. This corporation may, at its discretion, at any time, change the address of the principal place of business.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have an initial Board of Directors of one (1). The number of directors may be either increased or diminished from time to time but the number shall, subject to ARTICLE IX below, never be less than one (1) or more than five (5).

The name and address of the initial directors of this corporation are:

JOSEPH DEROSA
15188 Oak Chase Court
Wellington, FL 33414

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation are:

Jose D. Sosa, Esq.
Arnstein & Lehr
515 North Flagler Drive
Sixth Floor
West Palm Beach, FL 33401

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ARTICLE VIII - MANAGEMENT OF CORPORATION BY STOCKHOLDERS

Anything to the contrary contained in these Articles of Incorporation notwithstanding, if the Shareholders of this corporation shall so elect, they may exercise all powers and conduct the business affairs of this corporation in lieu of the Board of Directors.

ARTICLE IX - AMENDMENT

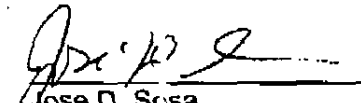
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

{This area intentionally left blank}

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IN WITNESS OF THE FOREGOING, I have hereunto set my hand and seal, this
22nd day of March, 2007.

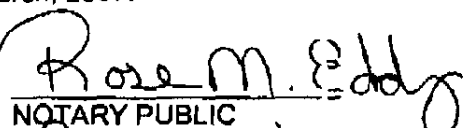

Jose D. Sosa
Incorporator

STATE OF FLORIDA)
)
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day personally came and appeared before me,
the undersigned authority, Jose D. Sosa, to me well known and known to me to be the
person named in and who acknowledged to me that he executed the foregoing Articles
of Incorporation as a free and voluntary act and deed and for the uses and purposes
therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the County
and State aforesaid, this 22nd day of March, 2007.

NOTARY PUBLIC - STATE OF FLORIDA
 Rose M. Eddy
Commission # DD618545
Expires: JAN. 06, 2011
BONDED THRU ATLANTIC BONDING CO., INC.


NOTARY PUBLIC
Rose M. Eddy
Type or Print Name
Commission No.: DD 618545
My Commission Expires: 1/6/2011

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

In pursuant of Florida Statutes, the following is submitted:

First – That CHILLY JOE'S, INC., has named Jose D. Sosa, Esq., who is located at 515 North Flagler Drive, Sixth Floor, City of West Palm Beach, County of Palm Beach, 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 stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping open said office.

By: 

Jose D. Sosa
Registered Agent

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