

**Electronic Articles of Incorporation
For**

P09000019381
FILED
March 02, 2009
Sec. Of State
jshivers

WHETSTONE CHOCOLATE FACTORY, INC.

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

Article I

The name of the corporation is:

WHETSTONE CHOCOLATE FACTORY, INC.

Article II

The principal place of business address:

149 KING STREET
ST. AUGUSTINE, FL. 32084

The mailing address of the corporation is:

149 KING STREET
ST. AUGUSTINE, FL. 32084

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1,000,000

Article V

The name and Florida street address of the registered agent is:

VIRGINIA A WHETSTONE
149 KING STREET
ST. AUGUSTINE, FL. 32084

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: VIRGINIA WHETSTONE

Article VI

The name and address of the incorporator is:

VIRGINIA A. WHETSTONE
297 ST. GEORGE STREEET

ST. AUGUSTINE, FL 32084

Incorporator Signature: VIRGINIA WHETSTONE

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PSD
HENRY M WHETSTONE JR.
400 OLD QUARRY ROAD
ST. AUGUSTINE, FL. 32080

Title: TD
VIRGINIA A WHETSTONE
297 ST. GEORGE ST.
ST. AUGUSTINE, FL. 32084

Article VIII

The effective date for this corporation shall be:

03/02/2009