

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET #
TALLAHASSEE, FL 32301
904-222-9171
904-222-0193 FAX

CSC networks

MAIL TO:
P.O. Box 5828
TALLAHASSEE, FL 32314

P95000005997

600-342-8086

95 JAN 24 AM 11:19
DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 529274 82467A

AUTHORIZATION :

COST LIMIT :

Patricia Pyzdek
\$122.50

ORDER DATE : January 24, 1995

000001387790

ORDER TIME : 9:34 AM

ORDER NO. : 529274

CUSTOMER NO: 82467A

RUSH WILL WAIT

CUSTOMER: Ms. Diane Wells
STEPHEN H. KURVIN, ESQUIRE

7 South Lime Avenue

Sarasota, FL 34237

DOMESTIC FILING

P95000005997
NAME: HALF BAKED, INC.

XXXXXX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXXXXX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

95 JAN 24 PM 12:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

pm
1-24-95
02/A

ARTICLES OF INCORPORATION
OF
HALF BAKED, INC.

FILED
95 JAN 24 PM 12:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation:

I.

The name of the corporation is HALF BAKED, INC.

II.

The period of its duration is perpetual.

III.

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

IV.

The corporation shall have authority to issue 1,000 shares, all of one class, \$1.00 par value.

V.

The address of its initial principal office is 3 Jackson Ct., Monmouth Beach, New Jersey 07750 and the name of its initial registered agent is Stephen H. Kurvin, Esq., at 7 South Lime Avenue, Sarasota, Florida 34237.

VI.

The number of directors constituting its initial Board of Directors is one (1), whose name and address is:

JOSEPH G. SANDOR
3 Jackson Ct.
Monmouth Beach, New Jersey 07750

VII.

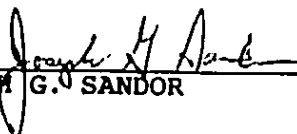
The name and address of the incorporator is:

JOSEPH G. SANDOR
3 Jackson Ct.
Monmouth Beach, New Jersey 07750

VIII.

Preemptive Rights shall be as follows:

Each shareholder, upon sale for cash of any of the stock of this corporation of the same kind, class or series as that which he already holds, shall have the preemptive right to purchase his pro rata share thereof at the price at which it is offered to others.


JOSEPH G. SANDOR

Dated: January 23rd, 1995.

STATE OF FLORIDA
COUNTY OF SARASOTA

Before me, the undersigned authority, personally appeared JOSEPH G. SANDOR, who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Sarasota, in said County and State this 23rd day of January, 1995.


Notary Public
My Commission Expires:



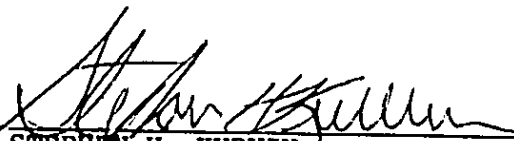
DESIGNATION OF REGISTERED AGENT

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

1. That HALP BAKED, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 3 Jackson Ct., Monmouth Beach, New Jersey 07750, has named STEPHEN H. KURVIN at 7 South Lime Avenue, Sarasota, Florida 34237 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 said Act relative to keeping open said office.


STEPHEN H. KURVIN

FILED
95 JAN 24 PM 12:32
TALLAHASSEE, FLORIDA
SECRETARY OF STATE