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Chapter Number Only

6-8-95 Ilean
1st Floor
Sy Chadoff
Registrant's Name
2700 Douglas Rd
Address
Miami, FL 33133
City State Zip Phone
444-5002A

VALIDATION ONLY

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95 JUN -9 AM 11:13
DIVISION OF CORPORATION

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CORPORATION(S) NAME

Ingrid Expand

CHARLIE BROWN, INC

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1995 JUN 14 PM 12:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EMPIRE Toll Free: 1-800-432-3028

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| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
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| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
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| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> After 4:30 | <input type="checkbox"/> Mail Out |

Name
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W. GIESSEN JUN 14 1995



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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

DIVISION OF CORPORATIONS

June 9, 1995

EMPIRE

TALLAHASSEE, FL 32301

SUBJECT: CHARLIE BROWN, INC.
Ref. Number: W95000011796

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TALLAHASSEE, FLORIDA

We have received your document for CHARLIE BROWN, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 795A00028496

ARTICLES OF INCORPORATION

OF

CHARLIE BROWN OF MIAMI BEACH, INC.

ARTICLE I - NAME

The name of the corporation is: CHARLIE BROWN OF MIAMI BEACH, INC.

ARTICLE II - NATURE OF CORPORATION BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida and shall exercise all powers convenient, incident to and necessary in the proper conduct of its business.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having \$1.00 par value per share; all shares shall be paid in lawful money of the United States of America or in property, labor or services; where said stock is paid for by property, labor or services, the just value thereof shall be fixed by the Board of Directors of the corporation in the manner provided for by the laws of the State of Florida.

ARTICLE IV - DURATION

This corporation is to exist perpetually.

ARTICLE V - INITIAL REGISTERED OFFICE/AGENT

The street address of the initial registered office and principal office of this corporation is: 623 Washington Avenue, Miami Beach, Florida 33139 and the name of the initialed registered agent at that address is: Jerry Scoppettuolo.

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TALLAHASSEE, FLORIDA

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the by-laws but shall never be less than one. The name and address of the initial director is: Jerry Scoppettuolo, 623 Washington Avenue, Miami Beach, Florida 33139.

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is: Jerry Scoppettuolo, 623 Washington Avenue, Miami Beach, Florida 33139.

ARTICLE VIII - AMENDMENTS

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

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 8th day of June, 1995.

Jerry Scoppettuolo
Jerry Scoppettuolo

RESIDENT AGENT ACKNOWLEDGEMENT

Having been named to accept service of process of the above named corporation at the place designated in these Articles, I hereby accept to act in this capacity and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Jerry Scoppettuolo
Jerry Scoppettuolo

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TALLAHASSEE, FLORIDA