



networks

PRESTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 642912 9575A

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pzyto

ORDER DATE : July 17, 1995

ORDER TIME : 1:41 PM

ORDER NO. : 642912

500001539165

CUSTOMER NO: 9575A

CUSTOMER: C. Ted French, Esq.
DICKINSON & GIBBONS, P A

1750 Ringling Boulevard

Sarasota, FL 34236

DOMESTIC FILING

NAME: COOKIE BLUES, INC.

FILED
95 JUL 17 PM 4:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Angela Lane

EXAMINER'S INITIALS: T. BROWN JUL 17 1995

ARTICLES OF INCORPORATION
OF
COOKIE BLUES, INC.

FILED
35 JUL 17 PM 4:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

Article 1. Name and Address. The name and address of the Corporation is: COOKIE BLUES, INC., 7050 45th Avenue West, #32, Bradenton, Florida 34210.

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purpose. The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 4. Capital Stock. The aggregate number of shares which the Corporation is authorized to issue is 7,500 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 5. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is 1750 Ringling Boulevard, Sarasota, Florida 34236, and the name of its initial Registered Agent at that address is Deborah J. Blue.

Article 6. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is three. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of each initial Director of the Corporation is as follows:

Janet E. Gadoury - 7050 45th Avenue West, #32,
Bradenton, Florida 34210

Deborah J. Blue - 2731 Orchid Oaks Drive
Sarasota, Florida 34239

Lee Morse - 1221 N. Palm Avenue, #101
Sarasota, Florida 34236

Article 7. Incorporators. The name and address of each Incorporator is as follows:

Janet E. Gadoury - 7050 45th Avenue West, #32,
Bradenton, Florida 34210

Deborah J. Blue - 2731 Orchid Oaks Drive
Sarasota, Florida 34239

Lee Morse - 1221 N. Palm Avenue, #101
Sarasota, Florida 34236

Article 8. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 7th day of July, 1995.

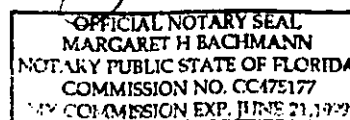
Janet E. Gadoury
Janet E. Gadoury
Deborah J. Blue
Deborah J. Blue
Lee Morse
Lee Morse

STATE OF FLORIDA)
 : SS.
COUNTY OF SARASOTA)

Before me personally appeared Janet E. Gadoury, Deborah J. Blue and Lee Morse, to me personally known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that she executed said instrument for the purposes therein expressed and she did not take an oath.

WITNESS my hand and official seal this 7th day of July, 1995.

Margaret H. Bachmann
Notary Public



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Cookie Blues, Inc., which is contained in the foregoing Articles of Incorporation.

DATED this 7th day of July, 1995.


Deborah J. Blue, Registered Agent

FILED
95 JUL 17 PM 4:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA