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ROBERT H. CULTON II, P.A.

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OF COUNSEL
TERENCE H. BROWN

April 2, 1996

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee FL 32314

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-04/05/96--01075--014
***122.50 ***122.50

Re: Articles of Incorporation
Metro Ice Cream, Inc.

Dear Sir or Madam:

Enclosed please find:

- Articles of Incorporation of Metro Ice Cream, Inc.
- A copy of the Articles of Incorporation.
- Our check #2705 in the amount of \$122.50 to cover the cost of filing Articles.
- A stamped self-address envelope for return of filed Articles.

Thank you for your attention to this matter.

Sincerely,

RITA P. CROW
Legal Assistant

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR -5 PM 12: 26

:rpc

Enclosures (4)

cc: Karin Patel
(w/o encl.)

g 4/11/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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**ARTICLES OF INCORPORATION
OF
METRO ICE CREAM, INC.**

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

I. Name

The name of the Corporation is METRO ICE CREAM, INC..

II. Capital Stock

The number of shares of stock which the Corporation has authority to have outstanding is 100, all of which shall be common shares.

III. Registered Office

The street address of the initial registered office of the Corporation in this state is KIRAN PATEL, 7742 APPLE TREE CIRCLE, ORLANDO, FLORIDA 32819. The registered office, the principal office and the mailing address of the Corporation are the same. The name of the initial Registered Agent at such address is KIRAN PATEL.

IV. Directors

The Board of Directors of the Corporation shall consist of at least one (1) member. The name and address of the first director is:

JAYANTI M. PATEL
45 DOVER DRIVE
ROME, GEORGIA 30161

V. Incorporator

The name and address of the incorporator is:

KIRAN PATEL
7742 APPLE TREE CIRCLE
ORLANDO, FLORIDA 32819

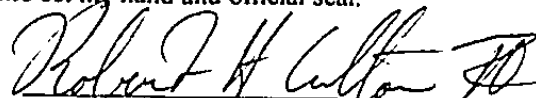
IN WITNESS WHEREOF, I have subscribed my name this 29th day of March, 1996.


KIRAN PATEL

STATE OF FLORIDA
COUNTY OF SEMINOLE

On this 29th day of March, 1996, before me, the undersigned officer, personally appeared KIRAN PATEL, known to me to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.


NOTARY PUBLIC

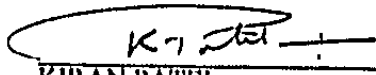


Notary Public, State of Florida
ROBERT H. CULTON, II
My Comm. Exp. Dec. 17, 1996
Comm. No. CC 246979

METRO ICE CREAM, INC.
CONSENT OF REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR -5 PM 12: 26

Having been named as Registered Agent for this corporation at the registered office designated in the Articles of Incorporation for METRO ICE CREAM, INC., the undersigned accepts the designation.


KIRAN PATEL
Registered Agent

Dated this 29th day of March, 1996.