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SPOTTSWOOD, SPOTTSWOOD AND SPOTTSWOOD
ATTORNEYS AND COUNSELORS AT LAW
POST OFFICE BOX 1900
800 FLEMING STREET
KEY WEST, FLORIDA 33041-1900

JOHN M. SPOTTSWOOD, JR.
WILLIAM H. SPOTTSWOOD

OF COUNSEL
JOHN M. SPOTTSWOOD (1920-1978)

May 13, 1996

TELEPHONE
305.294.8588
TELECOPIER
305.292.1988

Division of Corporations
Secretary of State
409 E. Gaines Street
Tallahassee, FL 32301

200001823092
-05/15/96--0115--001
*****122.50 122.50

Re: Key West Ice Cream Parlor, Inc.

Dear Sir:

Enclosed you will find the original and one copy of the Articles of Incorporation on the above referenced for filing with your office. I have also enclosed my check in the amount of \$122.50 as payment for the filing fee and a certified copy of the Articles. If I can be of any further assistance to you concerning this matter, please call me or my secretary, Robin Gedmin.

Thanking you for your assistance with this matter, I am,

Sincerely,

JOHN M. SPOTTSWOOD, JR.

/rrg

Enclosures

Federal Express

FILED
36 MAY 15 PM 4:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

New
KAP
5/21

ARTICLES OF INCORPORATION

FILED
96 MAY 15 PM 4:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- FIRST:** The name of this corporation is: KEY WEST ICE CREAM FACTORY, INC.
- SECOND:** This corporation is organized for the purpose of transacting any and all lawful business for which the corporation may be formed under Chapter 607 of the Florida Statutes.
- THIRD:** This corporation is authorized to issue 1,000 shares of common stock, par value \$1.00 per share.
- FOURTH:** The name and address of the initial registered agent of this corporation is: John M. Spottswood, Jr., 500 Fleming Street, Key West, FL 33040.
- FIFTH:** The name and address of the initial director is: Michael B. Wilson, whose address is 1415 Grinnell Street, Key West, FL 33040. The number of directors may be increased or decreased from time to time as provided in the By-laws but shall never be less than one.
- SIXTH:** The name and address of the incorporator of this corporation is: Michael B. Wilson, whose address is 1415 Grinnell Street, Key West, FL 33040.
- SEVENTH:** This corporation shall indemnify its officers, directors, employees and agent to the full extent permitted by law.
- EIGHTH:** This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.
- NINTH:** The address of the corporation is 1415 Grinnell Street, Key West, FL 33040.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 13th day of May, 1996.

Incorporator:


MICHAEL B. WILSON

STATE OF FLORIDA

COUNTY OF MONROE

The foregoing instrument was acknowledged before me this 13th day of May, 1996, by MICHAEL B. WILSON, who is personally known to me.

Robin R. Gedin
NOTARY PUBLIC



ROBIN R. GEDMIN
MY COMMISSION # 00438007 EXPIRES
April 1, 1999
BONDED BY TROY FAIR INSURANCE, INC.

ROBIN R. GEDMIN

Printed Name of Notary Public

My Commission expires: 4-1-99

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent contained in the foregoing Articles of Incorporation.

John M. Spottswood, Jr.
JOHN M. SPOTTSWOOD, JR.