

P960000 60159

7/19/96

JAY Hecker

Requestor's Name

2565 NW 74 AVE.

Address

MIAMI FL 33122

City

State

ZIP

Phone

477-2557

VALIDATION ONLY

TALLAHASSEE, FLORIDA

96 JUL 18 PM 12:29

FILED

400001887464
-07/09/96--01064--028
****122.50 ****122.50

CORPORATION(S) NAME

CANDY CORP.



Empire Toll Free: 1-800-432-3028

☒ Profit

☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy

☐ Photo Copies

☐ Certificate Under Seal

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERTIFIED COPY

F. CHESSER

JUL 18 1996

W96-14321

502



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 9, 1996

EMPIRE

TALL, FL 32301

SUBJECT: CANDY CORP.
Ref. Number: W96000014321

TALLAHASSEE, FLORIDA

96 JUL 18 PM 12:29

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We have received your document for CANDY CORP. 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: 696A00033358

ARTICLES OF INCORPORATION
OF

CANDY INTERNATIONAL CORP.

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95 JUL 19 PM 12:29
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation shall be CANDY INTERNATIONAL CORP.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Secretary of State, Division of Corporations. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of engaging in the sale and distribution of various products and equipment, management of distributorship, franchising, import/export and in general engaging in the transaction of any and all business activities permitted under the laws of Florida ant the United States Of America.

ARTICLE IV. CAPITAL STOCK

The corporation shall have the authority to issue 1000 par value shares of common capital stock.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any

further restrictions. On the death of any shareholder, the corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued shall bear the following legend:

" These Shares Are To Be Held To Certain Transfer Restrictions Imposed By This Corporations Articles Of Incorporation. A Copy Of Which Is On File At This Corporation's Principle office."

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number directors on this corporation's Initial Board Of Directors shall be Three.

The number of directors may be increased or decreased from time to time, as provided in this corporation's by laws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are:

JAY M. HECKER 14124 SW 142 AVE, MIAMI, FL 33186

ARTICLE IX. PRINCIPLE OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principle office shall be: 14124 SW 142 Ave, Miami, Fl. 33186 and the address of

this corporation's initial registered office shall be:
14124 SW 142 Ave, Miami, Fl 33186.

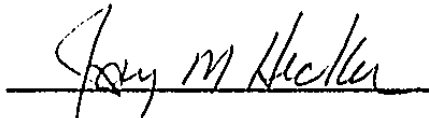
The name of the individual who shall serve as this
corporation's initial registered agent at that address is:
JAY M. HECKER.

ARTICLE X. INCORPORATION

The name and address of the individual who shall serve
as this corporation's incorporator are: JAY M. HECKER.

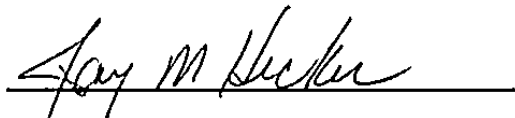
ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.



Jay M. Hecker - Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of ^{CANDY INTERNATIONAL} CORP. I hereby state that i am familiar with and accept the duties an responsibilities as registered agent for CANDY INTERNATIONAL CORP.



Jay M. Hecker - Registered Agent

State Of Florida

County Of Dade

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TALLAHASSEE, FLORIDA

On 7/5/96, Jay M. Hecker, designated above as the individual who shall serve as the corporation's initial registered agent and _____, who is acting as incorporator of this corporation, personally appeared before me and signed and acknowledged signing these Articles Of Incorporation of Candy Corp.


Notary Public

(Seal)

Commission Expires:

JOANNE ALENIER
Notary Public, State of Florida
My Comm. expires Jan 31, 1997
No. GC256042