

Mark S. Matthews

Attorney at Law

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of Counsel

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August 18, 1996

Corporate Records Bureau
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-09/04/96--01030--015
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RE: The Ice House of Stuart, Florida, Inc.

Dear Madam or Sir:

Enclosed are two executed Articles of Incorporation for the above-captioned matter. Kindly file the Articles and return the certified copy as soon as possible. A check in the amount of \$122.50 is enclosed to cover the costs of filing.

Thank you for your assistance.

Very truly yours,

Mark S. Matthews

/vam
Enclosures

FILED
96 SEP -3 AM 8:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TAB
9/9

ARTICLES OF INCORPORATION
OF
THE ICE HOUSE OF STUART, FLORIDA, INC.

FILED
96 SEP -3 AM 8:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of becoming incorporated and forming a corporation under and by virtue of the laws of the State of Florida, certify as follows:

ARTICLE I.

The name of this corporation shall be:

THE ICE HOUSE OF STUART, FLORIDA, INC.
%Norton Viny
6854 Isle Way
Stuart, Florida 34996

ARTICLE II.

The general nature of the business or businesses to be transacted under these Articles of Incorporation shall be: To carry on any business or to engage in any activity which is permitted under the laws of the United States and of the State of Florida.

ARTICLE III.

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time shall be 100 shares of common stock of a value of \$1.00 per share, each to be exempt from assessment.

ARTICLE IV.

The amount of capital with which the corporation shall begin business shall be \$1,000.00.

ARTICLE V.

The street address of the initial registered office shall be 6854 Isle Way, Stuart, Florida 34996 and the name of the corporation's registered agent at such address shall be Norton Viny. The Board of Directors shall have the power to establish offices and places of business at any place it may deem necessary or convenient. This corporation shall have perpetual existence.

ARTICLE VI.

The business of this corporation shall be managed by a Board of Directors of not less than one director nor more than seven, all of whom shall be of full age. At least one shall be a citizen of the United States.

ARTICLE VII.

The name and street address of the first Board of Directors who shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified, and also who are the subscribers of these Articles are as follows:

Norton Viny	6854 Isle Way Stuart, Florida 34996
Benjamin Libera	2395 SE Ocean Boulevard Stuart, Florida 34996

ARTICLE VIII.

The officers of this corporation shall consist of a President, Vice President, Secretary and Treasurer. The officers shall be elected by the Board of Directors. The Board of Directors meeting shall be held in the offices of the corporation at Stuart, Florida, on the 9th day of August, 1996, at 10:00 A.M., for the purposes of completing the organization of the corporation and adopting By-laws and transacting all business which may come before the meeting. Until the officers elected at the first annual meeting shall be qualified, the following named persons shall be officers of the corporation.

Benjamin Libera	President
Norton Viny	Vice President
Norton Viny	Secretary
Norton Viny	Treasurer

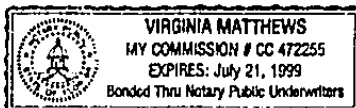
Benjamin Libera
BENJAMIN LIBERA

Norton Viny
NORTON VINY

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing Articles of Incorporation were sworn to and acknowledged before me this 9th day of August, 1996, by BENJAMIN LIBERA and NORTON VINY, who are personally known to me.

Virginia Matthews
Notary Public
My Commission Expires:



FILED
96 SEP -3 AM 8:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

First--That THE ICE HOUSE OF STUART, FLORIDA, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at Stuart, County of Martin, State of Florida, has named Norton Viny located at 6854 Isle Way, Stuart, Florida 34996, County of Martin, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

BY:


NORTON VINY
Resident Agent