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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. All American Ice Cream, Inc.
(Corporation Name) (Document #) 800002023608--1
-12/09/96--01042--005
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2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

[Handwritten Signature]

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE OF INCORPORATION

-of-

ALL AMERICAN ICE CREAM, INC.

The undersigned incorporators, for the purpose of forming a corporation under the Florida General Coporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE 1 - NAME

The name of the corporation shall be:

ALL AMERICAN ICE CREAM, INC.

The principal office of this corporation shall be:

3012 MICHIGAN AVENUE
KISSIMMEE, FL 34744

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

ONE HUNDRED (100) shares of common stock
having a par value of ONE (\$1.00) DOLLAR PER
SHARE.

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V - OFFICERS/DIRECTORS

The name and address of the initial officer and director who shall hold office the first year of the corporation's existence or until their successors are elected are:

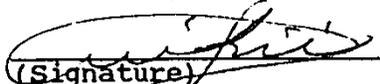
MANUEL K. DIAZ
3012 MICHIGAN AVENUE
KISSIMMEE, FL 34744

ARTICLE VI - INCORPORATORS

The name and street address of the incorporator to these Articles of Incorporation are:

MANUEL K. DIAZ
3012 MICHIGAN AVENUE
KISSIMMEE, FL 34744

LUZ DIAZ
3012 MICHIGAN AVENUE
KISSIMMEE, FL 34744


(Signature)


(Signature)

IN WITNESS WHEREOF, the Undersigned incorporators have executed these articles of Incorporation at this 6 day of December, 1996.

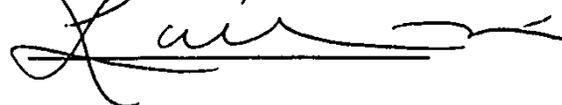
Signature of Incorporator



STATE OF FLORIDA
COUNTY OF OSCEOLA

THE FOREGOING instrument was acknowledged and sworn to before me this 6 day of December 1996.

Notary Public, State of Florida



(SEAL)



LUIS R. CALDERON
My Comm Exp. 5/10/99
Bonded By Service Ins
No. CC462132

1) Personally Known (4) Other L. N.
FLDL: D200-551-48-380-0

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATION DESIGNATING
Registered Agent/Registered Office

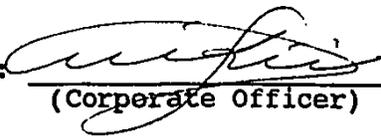
Pursuant to the requirements of Section 607.034 and 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1- The name of the corporation is:

ALL AMERICAN ICE CREAM, INC.
3012 MICHIGAN AVENUE
KISSIMMEE, FL 34744

2- The name and address fo the registered agent and office is:

MANUEL K. DIAZ
3012 MICHIGAN AVENUE
KISSIMMEE, FL 34744

Signature: 
(Corporate Officer)

Title: PRESIDENT

Date: 12/06/96

Having been named to accept services of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of the above mentioned Florida Statutes.

Signature: 
(Resident Agent)

Date: 12/6/96