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February 1, 1997

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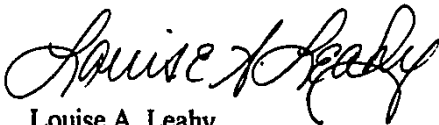
Department of State
Corporate Records Division
P. O. 6327
Tallahassee, FL 32314

Dear Division of Corporations:

Enclosed please find Articles of Incorporation for A Wedding Cake by Charles, Inc., along with a check in the amount of \$70.00 for filing fee and designation of registered agent.

Also enclosed is a photocopy of the Articles. Please return this to me with the filing date stamped on it.

Thank you.



Louise A. Leahy
A Wedding Cake by Charles, Inc.
5313 - 11th Ave. S.
Gulfport, FL 33707

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB -4 AM 8:11



ARTICLES OF INCORPORATION
OF

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation act, hereby adopts the following Articles of Incorporation.

ARTICLE 1 NAME

The name of the corporation shall be: A Wedding Cake by Charles, Inc.

The principal place of business of this corporation shall be:

5432 - 58th St. N.
St. Petersburg, FL 33709

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: 100 shares, par 1.00.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name and street address of the initial officer and director, if any, who shall hold office the first year of the corporation's existence or until a successor is elected, is:

Louise A. Leahy
5313 - 11th Ave. S.
Gulfport, FL 33707

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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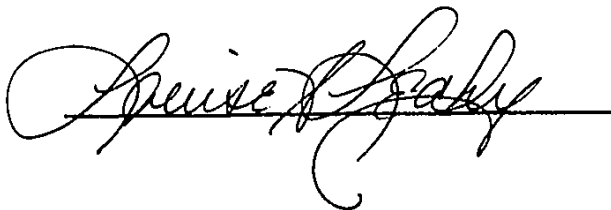
ARTICLE VI INCORPORATOR(S)

The name and street address of the incorporator to these articles of incorporation is:

Louise A. Leahy
5313 - 11th Ave. S.
Gulfport, FL 33707

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 1st day of Feb, 1997.

Signature of Incorporator



**STATE OF FLORIDA
COUNTY OF PINELLAS**

THE FOREGOING instrument was acknowledged and sworn to before me this 1st day of Feb, 1997 by Louise A. Leahy of A Wedding Cake by Charles, Inc.

Notary Public

Produced Driver's License as
Identification
Number

L000-521-57-884-0



My Commission Expires _____

(SEAL)

ARTICLES OF INCORPORATION FILING FEE: \$35.00



RONALD J. HAMILTON
MY COMMISSION # 00318657 EXPIRES
September 28, 1997
BOWDED TRUCK TRAILER INSURANCE, INC.

CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 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: A Wedding Cake by Charles, Inc.
2. The name and address of the registered agent and office is:

Louise A. Leahy
5313 - 11th Ave. S.
Gulfport, FL 33707

SIGNATURE

(Corporate Officer)

TITLE President

DATE

SIGNATURE

DATE

HAVING BEEN NAMED TO ACCEPT SERVICES OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE 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 SECTION 607.325 FLORIDA STATUTES.

REGISTERED AGENT FILING FEE: \$35.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB - 4 AM 8:30