

03/04/1997 13:06

385-5/2/21

MIA OFFICE

PAGE 01

P97000020040

2/20/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

5:08 PM

((H97000003039 9))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 073171003004

CONTACT: JOHNNY C RODRIQUEZ

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: ROLLIN' IN DOUGH, INC.

AUDIT NUMBER.....H97000003039

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 4

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$78.75

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

EFFECTIVE DATE

2-20-97

RECEIVED
97 MAR -4 PM 2:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
97 FEB 21 PM 2:49
TALLAHASSEE, FLORIDA

ma 3/5/97

03/04/1997 13:66
14-922-3708

305-672-2185
02/21/87 11:53 Fl. Dept. of State pl /1

MIAMI OFFICE

PAGE 02



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 21, 1997

CORPORATE CREATIONS INTERNATIONAL, INC.

SUBJECT: ROLLIN' IN DOUGH, INC.
REF: W97000004251

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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.

THE NAME CONFLICT IS ROLLING THE DOUGH, INC. FILED ONE 6/20/96.

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) 487-6067.

Nayaa Culligan
Document Specialist

FAX Aud. #: H97000003039
Letter Number: 007A00009335

H97000003039

EFFECTIVE DATE

2-20-97

ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Rollin' in Dough USA, Inc.

Article II. Address

The mailing address of the Corporation is:
Rollin' in Dough USA, Inc.
1410 45th Street, #A11
West Palm Beach FL 33407

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Corporate Creations Enterprises, Inc.
4521 PGA Boulevard #211
Palm Beach Gardens FL 33418

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Nassa Telfort
Draiton Telfort

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code 125)
Miami Beach FL 33139-6629
(305) 672-0688

H97000003039

FILED
97 FEB 21 PM 2:49
TALLAHASSEE, FLORIDA

H97000003039

Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code 125)
Miami Beach FL 33139-6629

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective February 20, 1997

The undersigned incorporator executed these Articles of Incorporation on
March 4, 1997

Corporate Creations International Inc.

By: 

Kara O'Donnell Vice President

Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code 125)
Miami Beach FL 33139-6629
(305) 672-0686

H97000003039

H97000003039

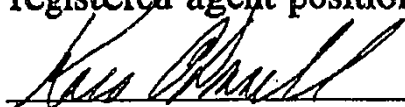
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE****CORPORATION:**

Rollin' in Dough USA, Inc.

REGISTERED AGENT/OFFICE:

Corporate Creations Enterprises, Inc.
4521 PGA Boulevard #211
Palm Beach Gardens FL 33418

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



Corporate Creations Enterprises, Inc.
Kara O'Donnell, Vice President

Date: March 4, 1997

FILED
97 FEB 21 PM 2:49
TALLAHASSEE, FLORIDA

Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code 125)
Miami Beach FL 33139-6629
(305) 672-0686

H97000003039