

P97000278/4

Divisions of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

300002122783--7
-03/24/97--01208--005
****122.50 ****122.50

RE: Cobblestone Chocolate, Inc.

Date: March 4, 1997

To Whom it May Concern:

Enclosed please find articles of incorporation for the above Referenced corporation. Also enclosed is a check in the amount of \$122.50 to cover the cost of a certified Copy of the articles.

Follows:

Please return the certified copy of these articles of incorporation to our office at:

1565 Dolphin Lane
Naples, Florida 34102

Sincerely,



Laura Lamberson

97 MAR 24 PM 12:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED



CERTIFICATE OF INCORPORATION

OF

Cobblestone Chocolate, Inc.

FILED
97 MAR 24 PM 12:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

THE NAME OF THIS CORPORATION SHALL BE:

Cobblestone Chocolate, Inc.

ARTICLE II

THE CORPORATION MAY ENGAGE IN ANY NEW ACTIVITY OR BUSINESS AND PERFORM ALL OF THE POWERS AND PRIVILEGES GRANTED CORPORATIONS UNDER THE LAWS OF THE STATE OF FLORIDA AND THE UNITED STATES OF AMERICA.

ARTICLE III

THE MAXIMUM NUMBER OF SHARES OF STOCK WHICH THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME SHALL BE ONE HUNDRED (100) SHARES WITH A PAR VALUE OF ONE DOLLAR (\$1.00) AND SHALL BE CLASSIFIED AS FOLLOWS:

SERIES A	VOTING	100 SHARES
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ARTICLE IV

THIS CORPORATION SHALL BEGIN BUSINESS WITH A CAPITAL OF NOT LESS THAN ONE HUNDRED DOLLARS (\$100.00).

ARTICLE V

THIS CORPORATION SHALL EXIST PERPETUALLY.

ARTICLE VI

THE NAME AND ADDRESS OF THE CORPORATION'S INITIAL REGISTERED AGENT IS:

LAURA B. LAMBERSON
1565 DOLPHIN LANE
NAPLES, FL 34102

ARTICLE VII

THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE LOCATED
AT:

2127 RIVER REACH DRIVE
#512
NAPLES, FL 34104

AND MAY HAVE SUCH OTHER PLACES OF BUSINESS WITHIN AND WITHOUT THE
STATE OF FLORIDA, OR IN FOREIGN COUNTRIES AS MAY BE NECESSARY OR
CONVENIENT, AND AS MAY BE DETERMINED BY THE BOARD OF DIRECTORS OF
THIS CORPORATION.

ARTICLE VIII

THIS IS A CLOSE CORPORATION AS CONTEMPLATED BY FLORIDA STATUTE
607.72. THE CORPORATION WILL HAVE NO DIRECTORS AND BUSINESS SHALL BE
CONDUCTED BY THE SHAREHOLDERS OF THIS CORPORATION.

ARTICLE IX

THE NAME AND POST OFFICE ADDRESSED OF THE PRESIDENT, VICE PRESIDENT,
TREASURER, AND SECRETARY WHO SHALL HOLD OFFICE FOR THE FIRST YEAR
OF EXISTENCE OF THE CORPORATION, OR UNTIL AFTER THEIR SUCCESSORS ARE
ELECTED PURSUANT TO THE CORPORATE BY-LAWS ARE AS FOLLOWS:

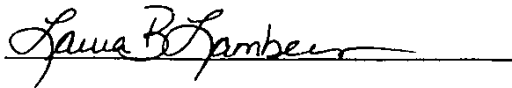
NAME:	OFFICE:	ADDRESS:
DEBORAH NILES	PRESIDENT	2127 RIVER REACH DR. #512 NAPLES, FL 34104
DEBORAH NILES	VICE PRESIDENT	2127 RIVER REACH DR. #512 NAPLES, FL 34104
DEBORAH NILES	TREASURER	2127 RIVER REACH DR. #512 NAPLES, FL 34104
DEBORAH NILES	SECRETARY	2127 RIVER REACH DR. #512 NAPLES, FL 34104

ARTICLE X

THE NAME AND THE ADDRESS OF THE SOLE INCORPORATOR IS:

LAURA B. LAMBERSON
1565 DOLPHIN LANE
NAPLES, FL 34102

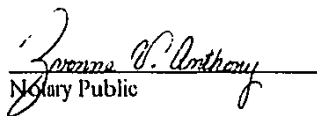
I, THE UNDERSIGNED, BEING THE ORIGINAL SUBSCRIBER AND INCORPORATOR OF THE FOREGOING CORPORATION, DO HEREBY CERTIFY THAT THE FOREGOING CONSTITUTES THE CHARTER OF THE ABOVE CORPORATION. WITNESS MY HAND AND SEAL THIS 5TH DAY OF MARCH, 1997.



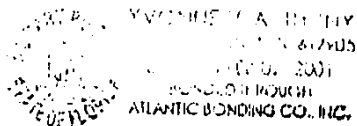
STATE OF FLORIDA
COUNTY OF COLLIER

BEFORE ME, THE UNDERSIGNED NOTARY PUBLIC, PERSONALLY APPEARED LAURA B. LAMBERSON, TO ME KNOWN TO BE THE PERSON DESCRIBED IN AND WHO EXECUTED AND SUBSCRIBED TO THE FOREGOING ARTICLES OF INCORPORATION, AND SHE ACKNOWLEDGED BEFORE ME THAT SHE EXECUTED AND SUBSCRIBED TO THE SAME FOR THE PURPOSES THEREIN EXPRESSED.

DATED: MARCH 5, 1997


Notary Public

MY COMMISSION EXPIRES:



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

IN PURSUANCE OF CHAPTER 48-091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH SAID ACT.

FIRST, THAT COBBLESTONE CHOCOLATE, INC.
DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS, AS INDICATED IN THE ARTICLES OF INCORPORATION AT NAPLES, COLLIER COUNTY, STATE OF FLORIDA, HAS NAMED

LAURA B. LAMBERSON
OF NAPLES, COLLIER COUNTY

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGMENT: I, LAURA B. LAMBERSON

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 PROVISIONS OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.



FILED
97 MAR 24 PM 12:43
CLERK OF DISTRICT COURT
NAPLES, FLORIDA