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CORPORATION(S) NAME

Handwritten: Mitchell's Favorite muffin, Inc.

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MAIL ROOM

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| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
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| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input type="checkbox"/> Mail Out |

Name
Availability
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Examiner
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Verifier
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Sir Add

Empire Toll Free: 1-800-432-3028

RECEIVED
97 APR -7 4H10:45
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RECEIVED
97 APR -9 AM 10: 23
DIVISION OF CORPORATION

April 7, 1997

EMPIRE

TALLAHASSEE, FL

SUBJECT: MITCHELL'S FAVORITE MUFFIN, INC.
Ref. Number: W97000007994

We have received your document for MITCHELL'S FAVORITE MUFFIN, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Please provide complete business street addresses for the directors, officers and incorporators.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 797A00017314

ARTICLES OF INCORPORATION

of

Mitchell's Favorite Muffin, Inc.
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Mitchell's Favorite Muffin, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 100 shares (100) of Ø
Dollar(s) (\$ Ø) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>William D Mitchell</u>		
ADDRESS	<u>11682 NW 20 Dr</u>		
CITY	<u>Coral Springs</u>	FLORIDA	<u>FL</u>
			ZIP <u>33071</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>Mitchell's Favorite Muffin, Inc.</u>		
ADDRESS	<u>11682 NW 20 Dr</u>		
CITY	<u>Coral Springs</u>	FLORIDA	<u>FL</u>
			ZIP <u>33071</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>William D Mitchell</u>		
ADDRESS	<u>11682 NW 20 Drive</u>		
CITY	<u>Carol Springs</u>	STATE	<u>FL</u> ZIP <u>33071</u>
NAME	<u>Christopher S Mitchell</u>		
ADDRESS	<u>631 Cypress Lakes Blvd #C</u>		
CITY	<u>Hillbanc Rimpone Bch</u>	STATE	<u>FL</u> ZIP <u>33064</u>
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	<u>William D Mitchell</u>		
ADDRESS	<u>11682 NW 20 Dr</u>		
CITY	<u>Carol Springs</u>	STATE	<u>FL</u> ZIP <u>33071</u>
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 4 day of April, 19 97.

William D Mitchell (Seal)
 _____ (Seal)
 _____ (Seal)

CERTIFICATE AND KNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

Mitchell's Favorite Muffin, Inc.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 11682 NW 20th Drive

Canal Springs, FL 33071

has named William D. Mitchell

located at the aforesaid address, as its Registered Agent to accept service of process within
this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated
corporation at the place designated in this certificate, and being familiar with the obliga-
tions of that position, I hereby accept to act in this capacity, and agree to comply with the
provisions of Florida Law in keeping open said office.

William D. Mitchell

(registered agent)

97 APR 9 AM 11:56
STATE OF FLORIDA
TALLAHASSEE