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FILED

97 JUN 23 PM 1:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 19, 1997

Florida Dept Of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314


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-06/23/97--01102--016
*****78.75 *****78.75

of SOUTHWEST FLORIDA, INC.

Enclosed are the articles of incorporation for RAZZBERRIES /
together with a check in the amount of \$78.75 for the filing fee
and a certificate.

If you need to contact me relative to this incorporation, then please
call Hans Simons, CPA at (941) 466-7600

Thanking You,


Glori Chartier

HANS SIMONS GAVE
AUTHORIZATION BY PHONE TO
CORRECT CORP. NAME
DATE 6-24-97
DOC. EXAM QN

QAL 6-24-97

ARTICLES OF INCORPORATION

OF

RAZZBERRIES of SOUTHWEST FLORIDA, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation pursuant to chapter 607 of the Florida Statutes, adopts the following articles of incorporation:

ARTICLE 1

The name of this Corporation is:
RAZZBERRIES of SOUTHWEST FLORIDA, INC.

ARTICLE 2

The address of this Corporation is:
16048-2 SAN CARLOS BLVD, FORT MYERS, FL 33908

ARTICLE 3

The Corporation shall be authorized to transact in any business or activity permitted under the laws of the United States, the State of Florida, or any other State, Territory, or Nation.

ARTICLE 4

Officers and Directors are to be elected at the annual stockholders meeting by the stockholders; One share of stock = One vote; A simple plurality is required.

ARTICLE 5

The Corporate powers are as provided in Section 607 of the Florida Statutes, with no limitations.

ARTICLE 6

The initial registered agent of the corporation is:
GLORI CHARTIER
16048-2 SAN CARLOS BLVD, FORT MYERS, FL 33908

ARTICLE 7

The Corporation shall exist perpetually.

ARTICLE 8

The Corporate stock shall be limited to common stock only; Stock issued will be 1000 shares; Par Value is \$1.00 per share.

ARTICLE 9

The name and address of the incorporator of these articles of incorporation is:
GLORI CHARTIER
16048-2 SAN CARLOS BLVD, FORT MYERS, FL 33908

ARTICLE 10

Initial members of the Board of Directors of the Corporation are:

GLORI CHARTIER, President/Secretary
16048-2 SAN CARLOS BLVD, FORT MYERS, FL 33908

DONNA BACHMAN, Vice President/Treasurer
16048-2 SAN CARLOS BLVD, FORT MYERS, FL 33908

The undersigned incorporator has executed these articles of incorporation this 19th day of June, 1997

Incorporator:


Glori Chartier

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

Pursuant to the provisions of sections 607.0501 or 617.0501 of the Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent and office in the State of Florida.

The name of the corporation is:

RAZZBERRIES of SOUTHWEST FLORIDA, INC.

The name of the registered agent is:

GLORI CHARTIER

The address of the registered office is:

16048-2 SAN CARLOS BLVD, FORT MYERS, FL 33908

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CLERK OF THE STATE
JUDICIAL OFFICE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all the statutes relating to the proper and complete performance of my duties, and I am familiar and accept the obligations of my position as registered agent.

Signature:


Glori Chartier

Date: 6/19/97