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Jerome L. Hall, P.A.

ATTORNEY AT LAW

ROYAL PALM PLAZA
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FILED

97 JUN 23 PM 2:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 17, 1997

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Secretary of State
Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: Ken & Jerry's, Inc.

Dear Madam/Sir:

I am enclosing herewith an original and a copy of Articles of Incorporation for the above-named corporation. In addition, a check in the amount of \$70.00 is enclosed which represents the following fees:

Filing fees:	\$35.00
Registered Agent fee:	35.00
Total:	<u>\$70.00</u>

Please file the original of the enclosed Articles of Incorporation and return a copy to the undersigned.

Your prompt attention to this matter would be appreciated.

Sincerely,



Jerome L. Hall, Esquire

JLH/sk

Enclosures



PH
6/24/97

ARTICLES OF INCORPORATION
OF
KEN & JERRY'S, INC.

FILED
97 JUN 23 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, the undersigned, for the purpose of forming a corporation for profit, pursuant to the laws of the State of Florida, do hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of this corporation is: Ken & Jerry's, Inc.

ARTICLE II

The business/mailing address of this corporation is: Royal Plaza Building
6299 West Sunrise Boulevard
Suite 112
Sunrise, Florida 33313

ARTICLE III

This corporation shall have perpetual existence commencing on the date of filing of the Articles of Incorporation by the Department of State.

ARTICLE IV

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V

This corporation is authorized to issue One Hundred (100) shares of One (\$1.00) Dollar par value common stock, which shall be designated "Common Shares."

ARTICLE VI

Each share of common stock of this corporation shall entitle the holder of record thereof to one (1) vote upon each proposal presented at lawful meetings of the stockholders.

ARTICLE VII

There shall be no preemptive rights in any stock herein issued or hereafter issued.

ARTICLE VIII

The street address of the initial registered office of this corporation is: Royal Plaza Building, 6299 West Sunrise Boulevard, Suite 112, Sunrise, Florida 33313, and the name of the initial registered agent of this corporation at that address is: Jerome L. Hall, Esquire.

ARTICLE IX

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws, but never less than one. The name and address of the initial director of this corporation is: Kenneth Koploff, Royal Plaza Building, 6299 West Sunrise Boulevard, Suite 112, Sunrise, Florida 33313.

ARTICLE X

The name and address of the Incorporator is: Kenneth Koploff, Royal Plaza Building, 6299 West Sunrise Boulevard, Suite 112, Sunrise, Florida 33313.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 19 day of June, 1997.



Kenneth Koploff, President

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 15 day of June, 1997, by
Kenneth Koploff, who is personally known to me or who has produced _____
as identification and who did (did not) take an oath.

NOTARY PUBLIC:

Signature:

Jerome L. Noel

Name (Typed or Printed):

Jerome L. Noel
Notary Public, State of Florida
Commission No. CC 551327
My Commission Exp. 5/25/2000
Do not stamp the Notary Seal on the back of the document.

My Commission Expires:

FILED

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,**

JUN 23 PM 2: 15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

FIRST - - That Ken & Jerry's, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at Royal Plaza Building, 6299 West Sunrise Boulevard, Suite 112, City of Sunrise, State of Florida, has named Jerome L. Hall, Esquire, located at Royal Plaza Building, 6299 West Sunrise Boulevard, Suite 112, City of Sunrise, State of Florida, as its agent to accept service of process within the State of Florida.

SIGNATURE: K. R. Koploff
Kenneth Koploff, President

DATE: June 19, 1987

Having been named to accept service 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.

SIGNATURE: Jerome L. Hall
Jerome L. Hall, Registered Agent

DATE: June 17, 1987