7970000073788 RALPH L. FRIEDLAND

MEMBER FLORIDA AND CONNECTICUT BARS

CENTER POINTE 2033 MAIN STREET SUITE 100 SARASOTA, FLORIDA 34237-6049

TELEPHONE (941) 355-1980 (800)352-5038 FACSIMILE (941) 368-6910 E-MAIL: RLFRIEDLAND@COUNSEL.COM

August 21, 1997

Sandra B. Mortham Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: THE FRENCH HEARTH, INC.

000002275730--6 -08/25/97--01050--089 ******70.00 ******70.00

Dear Madam Secretary:

Enclosed please find the original and a copy of the Articles of Incorporation for the above captioned company.

Please file the enclosed Articles of Incorporation and assign a document number, returning the copy in the self-addressed, stamped envelope I have provided for your convenience.

Thank you for your assistance in this matter.

Very truly yours,

Ralph L. Friedland

RLF/stp encl.

(5)

97 AUG 25 AM 9: 32
SECRETARY OF STATE
ALL AHASSEF, FLORIDA

ARTICLES OF INCORPORATION OF

THE FRENCH HEARTH, INC.

The undersigned incorporator hereby forms a corporation mander Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

THE FRENCH HEARTH, INC.

The address of the principal office of this corporation shall be 5230 North Tamiami Trail, Sarasota, Florida 34234, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Ten Thousand shares of common stock having no par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be, 2033 Main Street, Suite 100 Sarasota, FL 34237 and the name of the initial registered agent of the corporation is Ralph L. Friedland, Esquire.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

This corporation shall have one officer, initially. The name and the street address of the initial officer who shall hold office for the first year of the corporation, or until its successors is elected or appointed is:

President/:

Alain Taulere, 3941 North Shell Road

Sarasota, Florida, 34242

ARTICLE VI. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter C of the Internal Revenue Code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an C Corporation as defined therein.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

RALPH L. FRIEDLAND 2033 MAIN STREET, SUITE 100 SARASOTA, FL 34237 (941)365-1980

IN WITNESS WHEREOF, I have here unto set my hand and seal this day of August, 1997.

RALPH L. FRIEDLAND

STATE OF FLORIDA COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 2/2 of August, 1997, by RALPH L. FRIEDLAND. He is personally known to me or has produced ______ as identification.

My Commission expires:

My Comm Exp. 7/21/00
Bonded By Service Ins
No. CC570972
| | Personsty Known | | | Other | | D

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SANDRA PEREZ My Comm Exp. 7/21/00

Bonded By Service Ins No. CC570972 (1) Personally Known (1) Other I D

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION OF THE FRENCH HEARTH, INC

RALPH L. FRIEDLAND, having a business office at 2033 Manin Street, Sutie 100, Sarasota, Florida and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505. Florida Statutes.

RALPH L. FRIEDLAND

97 AUG 25 AM 9: 31
SECRETARY OF STATE
SECRETARY OF STATE