

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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Quality Ice Cream
Management Services,
Inc.

____ Art of Inc. File _____
____ LTD Partnership File _____
____ Foreign Corp. File _____
____ L.C. File _____
____ Fictitious Name File _____
____ Name Reservation _____
____ Merger File _____
____ Art. of Amend. File _____
____ RA Resignation _____
____ Dissolution / Withdrawal _____
____ Annual Report / Reinstatement _____
____ Cert. Copy _____
____ Photo Copy _____
____ Certificate of Good Standing _____
____ Certificate of Status _____
____ Certificate of Fictitious Name _____
____ Corp Record Search _____
____ Officer Search _____
____ Fictitious Search _____
____ Fictitious Owner Search _____
____ Vehicle Search _____
____ Driving Record _____
____ UCC 1 or 3 File _____
____ UCC 11 Search _____
____ UCC 11 Retrieval _____
____ Courier _____

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Signature _____

Requested by _____

Name _____

Walk-In _____

9/29/97 9:30
Date Time

Will Pick Up _____

RP
9-26-97

**ARTICLES OF INCORPORATION
OF
QUALITY ICE CREAM MANAGEMENT
SERVICES, INC.**

A FLORIDA CORPORATION

FILED
SECRETARY OF STATE
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The undersigned, acting as Incorporator of a Florida corporation ("Corporation") under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby causes to be delivered the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is:

Quality Ice Cream Management Services, Inc.

ARTICLE II

ADDRESS

The mailing address of the Corporation is:

2 South University Drive
Suite 330
Plantation, Florida 33324

ARTICLE III

COMMENCEMENT OF CORPORATE EXISTENCE

The corporate existence shall begin on the date these Articles of Incorporation are filed with the Department of State.

ARTICLE IV

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE V

CAPITAL STOCK

The Corporation is authorized to issue One Thousand (1,000) shares of Common Stock having a par value of One Dollar (\$1.00) per share.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 5420 Oak Canopy Way, Ft. Lauderdale, Florida 33312, and the name of the initial Registered Agent of the Corporation at that address is Christine A. Butler.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one (1) director to hold office until the first annual meeting of shareholders and his successors shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial director of the Corporation is as follows:

<u>Name</u>	<u>Address</u>
MIGUEL A. CABRERA	2 South University Drive, Suite 330 Plantation, Florida 33324

ARTICLE VIII
INCORPORATOR

The name and address of the person signing these Articles are as follows:

<u>Name</u>	<u>Address</u>
CHRISTINE A. BUTLER	5420 Oak Canopy Way Ft. Lauderdale, Florida 33312

ARTICLE IX
AMENDMENTS

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 24 day of September, 1997.



CHRISTINE A. BUTLER
Incorporator

STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

Sworn to and subscribed before me this 24th day of September, 1997, by
CHRISTINE A. BUTLER.

(X) Personally known to me; or
() Produced Identification; Type of Identification produced _____.

NOTARY PUBLIC:

Sign: Margaret O. Trice
Print Name: MARGARET O. TRICE
Commission No.:
My Commission Expires:



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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of QUALITY ICE CREAM MANAGEMENT SERVICES, INC., as made in the foregoing Articles of Incorporation, and agree to act in such capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as the initial Registered Agent of QUALITY ICE CREAM MANAGEMENT SERVICES, INC.

Date: September 24, 1997


CHRISTINE A. BUTLER
Initial Registered Agent