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ACCOUNT NO. : 072100000032

REFERENCE : 591741 4320888

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : November 6, 1997

ORDER TIME : 10:07 AM

ORDER NO. : 591741-005

CUSTOMER NO: 4320888

CUSTOMER: Ms. April Haley
LIVINGSTON PATTERSON
STRICKLAND & WEINER, P.A.
46 N. Washington Blvd.

Sarasota, FL 34236

FILED
97 NOV -6 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: TROPICAL TAFFY CORPORATION 600002339936--7
-11/06/97--01041--011
****122.50 ****122.50

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Glisar

EXAMINER'S INITIALS: _____

SN NOV - 6 1997

RECEIVED
97 NOV -6 AM 11:25
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION OF
TROPICAL TAFFY CORPORATION

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is Tropical Taffy Corporation.

Article II - Capital Stock

This corporation is authorized to issue 10,000 shares of one cent par value common stock.

Article III - Mailing Address and Principal Office

The mailing address and principal office of the corporation is 46 North Washington Boulevard, #1, Sarasota, Florida 34236.

Article IV - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 46 North Washington Boulevard, #1, Sarasota, Florida 34236 and the name of the initial registered agent of this corporation at that address is Vickie L. Shesler.


Article V - Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws. The name and address of the initial director of this corporation is Vickie L. Shesler, 46 North Washington Boulevard, #1, Sarasota, Florida 34236.

Article VI - Incorporator

The name and address of the person signing these Articles is Vickie L. Shesler, 46 North Washington Boulevard, #1, Sarasota, Florida 34236.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 5th day of November, 1997.



VICKIE L. SHESLER
Incorporator

**NOTICE OF APPOINTMENT OF REGISTERED AGENT,
ACCEPTANCE, AND DESIGNATION OF CORPORATE OFFICE**

The undersigned, VICKIE L. SHESLER, having a street address of 46 North Washington Boulevard, #1, Sarasota, Florida 34236, having been appointed by the directors of TROPICAL TAFFY CORPORATION, as registered agent, states as follows:

1. The corporation shall maintain an office at 46 North Washington Boulevard, Suite 1, Sarasota, Florida 34236, and shall notify the Department of State of any change in address of this office or the name of the registered agent at this address.

2. She accepts the appointment and consents to serve as registered agent of the corporation pursuant to Section 617.023, Florida Statutes.


VICKIE L. SHESLER

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NOV -6 AM 11:51
CLERK OF STATE
TALLAHASSEE, FLORIDA

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