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FLORIDA DIVISION OF CORPORATIONS
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: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

OM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
PHONE: (305)358-2571

ACCT#: 070744001530

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ME: IN THE MOOD, INC.

AUDIT NUMBER.....H97000019313

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 3

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ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

In the Mood, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

6255 Navajo Terrace
Margate, FL 33063

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ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

7,500

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Nancy A. Klein
950 NW 38 Street
Oakland Park FL 33309

197-19313

Prepared by:
ace! Industries, Inc.
54 Northwest 11th St.
Miami, FL 33136
(305) 358-2571

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ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Judith L. Jones Bolinski
6292 Duval Drive
Margate, FL 33063

Jennifer G. Klein
6255 Navajo Terrace
Margate, FL 33063

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

18th day of November, 19 97.

(An additional article must be added if an effective date is requested.)

Jennifer G. Klein
Signature

Judith L. Jones Bolinski
Signature

Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

11-19-1997

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is In the Mood, Inc.

2. The name and address of the registered agent and office is:

Nancy A. Klein

(NAME)

950 NW 38 Street

(P. O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Oakland Park FL 33309

(CITY/STATE/ZIP)

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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 statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Nancy A. Klein

(SIGNATURE)

11-18-97

(DATE)

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL 32314

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