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Kathleen Z. McCarthy

ATTORNEY AT LAW  
7635 Palm Road  
West Palm Beach, Florida 33406  
(561) 965-9646

December 2, 1997

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

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-12/04/97--01012--010  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Julie's Italian Ices, Inc.

Gentlemen:

(5)

Please find enclosed the original and one copy of the Articles of Incorporation for Julie's Italian Ices, Inc., together with the certificate designating resident agent and address. I also enclose my check in the sum of \$122.50. Kindly send me a certified copy of the Articles of Incorporation once they have been filed.

If you have any questions, please feel free to contact me. Thank you.

Sincerely,

Kathleen McCarthy

Kathleen Z. McCarthy

Encl.

FILED  
97 DEC -4 AM 8:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. REGISTER DEC 8 1997

FILED

ARTICLES OF INCORPORATION 97 DEC -4 AM 8: 21

OF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JULIE'S ITALIAN ICES, INC.

The undersigned hereby makes, subscribes, acknowledges  
and files these Articles of Incorporation for the purpose  
of forming a corporation under the Laws of the State of  
Florida.

ARTICLE I  
NAME

The name of the corporation shall be JULIE'S ITALIAN  
ICES, INC.

ARTICLE II  
DURATION

This corporation shall exist in perpetuity.

ARTICLE III  
PURPOSE

This corporation is organized for the purpose of  
engaging in any activity or business permitted under the  
Laws of the State of Florida or of the United States of  
America.

ARTICLE IV  
CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of capital stock with a par value of One Dollar and no cents (\$1.00) per share.

ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT

The street address in this state of the initial registered office of the corporation is 7635 Palm Road, West Palm Beach, Florida 33406 and the name of the initial Registered Agent is Kathleen Z. McCarthy.

ARTICLE VI  
INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of two (2) members. The number of Directors may be increased or decreased from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial Directors are Joseph A. Asen, 2411 N.W. 35<sup>th</sup> Street, Boca Raton, Florida 33431, and Julie Asen, 2411 N.W. 35<sup>th</sup> Street, Boca Raton, Florida 33431.

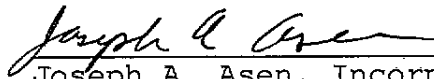
ARTICLE VII  
MAILING ADDRESS AND PRINCIPAL PLACE OF BUSINESS

The mailing address and principal place of business of the corporation shall be 2411 N.W. 35<sup>th</sup> Street, Boca Raton, Florida 33431.

ARTICLE VIII  
INCORPORATORS

The name and address of the person signing these Articles of Incorporation is Joseph A. Asen, 2411 N.W. 35<sup>th</sup> Street, Boca Raton, Florida 33431.

IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation this 3rd day of November, 1997.

  
Joseph A. Asen, Incorporator

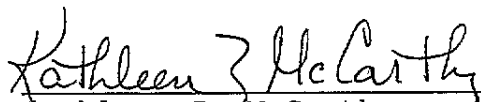
STATE OF FLORIDA  
COUNTY OF PALM BEACH

Before me, the undersigned authority, personally appeared Joseph A. Asen, to me well known and known to me to be the person described in and who executed the foregoing Articles, and he acknowledged to and before me that he executed said Articles for the purposes therein expressed, that I relied on the following form of identification of the above-named person: Florida Driver's License.

WITNESS my hand and official seal this 3rd day of November, 1997.



KATHLEEN Z. MCCARTHY  
MY COMMISSION # CC422233 EXPIRES  
December 28, 1998  
BONDED THRU TROY FAIN INSURANCE, INC.

  
Kathleen Z. McCarthy

CERTIFICATE OF DESIGNATION

FILED

REGISTERED AGENT/REGISTERED OFFICE

97 DEC -4 AM 8:21

Pursuant to the provisions of Section 607

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Florida Statutes, the mentioned 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 JULIE'S ITALIAN  
ICES, INC.
2. The name and address of the registered agent and  
office are Kathleen Z. McCarthy, 7635 Palm Road, West Palm  
Beach, Florida 33406.

Having been named as registered agent to accept service of  
process for the above stated corporation at the place  
designated by this certificate, I hereby accept the  
appointment to act in this capacity and agree to comply  
with the provisions of said Act relative to keeping said  
office open.

  
Kathleen Z. McCarthy