

3/06/98

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FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

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FAX #: (305)541-3770

NAME: HONEY PUMPKIN, INC.

AUDIT NUMBER.....H98000004479

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

CERT. OF STATUS..0 PAGES..... 5

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ARTICLES OF INCORPORATION  
OF  
HONEY PUMPKIN, INC.

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

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CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA  
under

ARTICLE I. NAME

The name of the corporation shall be:  
HONEY PUMPKIN, INC.

The address of the principal office of this corporation shall be 9900 Stirling Road, Suite 101, Cooper City, Florida 33024, 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 one hundred (100) shares of common stock having no par value per share.

Prepared By: Steven L. Bornstein, Esq.  
9900 Stirling Road, #101  
Cooper City, Florida 33024  
1-850-437-8144

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ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 9900 STIRLING ROAD, #101, COOPER CITY, FLORIDA 33024 and the name of the initial registered agent of the corporation at that address is STEVEN L. BORNSTEIN.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VII. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S Corporation.

ARTICLE VIII. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation.

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This corporation shall have One Director, initially. The name and address of the initial member of the Board of Directors are:

Dawn Osborn  
Director

9900 Stirling Road, Suite 101  
Cooper City, Florida 33024

ARTICLE IX. OFFICERS

The name and addresse of the initial officers of the Corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed

are:

Dawn Osborn  
President  
Secretary  
Treasurer

9900 Stirling Road, Suite 101  
Cooper City, Florida 33024

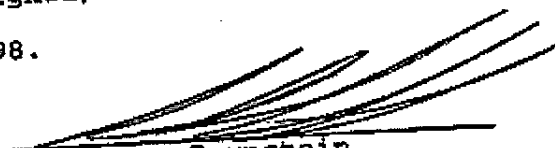
ARTICLE X. INCORPORATOR

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

Steven L. Bornstein

9900 Stirling Road #101  
Cooper City, Florida 33024

IN WITNESS WHEREOF, the undersigned, has hereunto set his hand and seal this 6th day of March, 1998.


  
Steven L. Bornstein  
Incorporator

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ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Steven L. Bornstein, having a business office identical with the registered office of the corporation named above, 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.

  
 Steven L. Bornstein  
 Registered Agent

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