

MANUEL ZAIAC  
ATTORNEY AT LAW

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100 SOUTHEAST 2ND STREET  
MIAMI, FLORIDA 33131  
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April 16, 1998

Corporate Records Bureau  
Division of Corporations  
Department of State  
P O Box 6327  
Tallahassee, Florida 32301

Gentlemen:

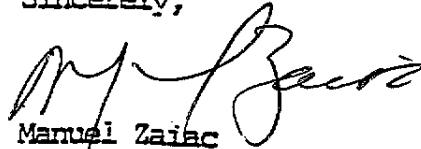
800002493368-3  
-04/20/98-01045-010  
\*\*\*122.50 \*\*\*122.50

Enclosed is original and one copy of Articles of Incorporation of  
CHOCOHOLICK, INC.

Also enclosed is a check in the sum of \$122.50 to cover charter tax,  
filing fee, certified copy and resident agent's fee.

Thank you for your attention to this matter.

Sincerely,

  
Manuel Zaiac

MZ:Ada

encs.

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SECRETARY OF  
DIVISION OF CORPORA.  
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ARTICLES OF INCORPORATION

OF

CHOCOHOLICK, INC.

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SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
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Article I - Name

The name of this corporation is:

CHOCOHOLICK, INC.

Article II - Duration

The existence of this corporation shall be perpetual.

Article III - Purpose

Any and all types of manufacturing and marketing activities

and for the purpose of transacting any or all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue 5,000 shares  
of One 00/100 (\$ 1.00 ) par value common  
stock.

Article V - Preferences, Limitations and  
Relative Rights of Shares of Capital Stock

Section 1. Rights upon Liquidation or Dissolution.

The assets of this corporation shall be payable to and distributed  
ratably among the holders of record of the Common Shares.

Section 2. Voting Rights.

Except as otherwise provided by law, the entire voting power for  
the election of directors and for all other purposes shall be vested exclusive-  
ly in the holders of the outstanding Common Shares.

Article VI - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of  
this corporation of the same kind, class or series as that which he already

holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### Article VII - Initial Registered Office and Agent

The street address of the initial registered office and the principal office of this corporation is:

100 SE 2nd St  
Suite 2350  
Miami, Fla 33131

resident  
and the name of the initial registered/agent of this corporation at that address is: Manuel Zaiac

#### Article VIII - Initial Board of Directors

This corporation shall have two (2) director(s) initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than two (2). The name (s) and address(es) of the initial director(s) of this corporation is (are):

Bernard Klepach  
76 La Gorce Circle  
Miami Beach, Fla 33141

Juliette Klepach  
76 La Gorce Circle  
Miami Beach, Fla 33141

#### Article IX - Incorporator

The name and address of the person signing these articles is:

Ada Armand  
100 SE 2nd St. (2350)  
Miami, Fla 33131

#### Article X - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

#### Article XI - Approval of Shareholders Required for Merger

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

#### Article XII - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

### Article XIII - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation

IN WITNESS WHEREOF, the undersigned subscriber has executed  
these articles of incorporaiton this 16th day of April 1998.

Ada Armand  
Subscriber

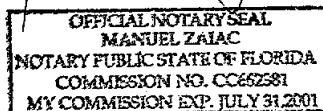
STATE OF FLORIDA )  
COUNTY OF DADE ) SS

BEFORE ME, a Notary Public authorized to take acknowledgments in  
the State and County set forth above, personally appeared  
Ada Armand

personally known to me and known by me to be the person who executed the foregoing articles of incorporation, and who acknowledged before me that she executed those articles of incorporation and who did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my  
official seal, in the State and County aforesaid, this 16th day of  
April 1998.

  
MANUEL ZAIAC



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA. NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST--THAT CHOCOHOLICK, INC.

(NAME OF CORPORATION)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA,

WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF Miami

(CITY)

STATE OF Florida

(STATE)

HAS NAMED

Manuel Zaiac

(NAME OF RESIDENT AGENT)

LOCATED AT 100 SE 2nd St Suite 2350,

(STREET ADDRESS AND NUMBER OF BUILDING,  
POST OFFICE BOX ADDRESSES ARE NOT ACCEPTABLE)

CITY OF Miami 33131

(CITY)

, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT

SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE

(CORPORATE OFFICER)

TITLE Assistant Secretary

DATE April 16, 1998

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE

(RESIDENT AGENT)

DATE April 16, 1998

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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