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FLORIDA DIVISION OF CORPORATIONS  
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CONTACT: DENIS GAUTHIER  
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FAX #:

NAME: CHOCOLATE RAINBOW PUBLISHING INC.

AUDIT NUMBER.....H98000007741

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

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 24, 1998

DENIS GAUTHIER

SUBJECT: CHOCOLATE RAINBOW PUBLISHING INC.  
REF: W98000009191

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The person designated as registered agent in the document and the person signing as registered agent must be the same.

If you have any further questions concerning your document, please call (850) 487-6926.

Tracy Augsburg  
Document Specialist

FAX Aud. #: H98000007741  
Letter Number: 798A00022281

H98000007741  
ARTICLES OF INCORPORATION  
OF  
CHOCOLATE RAINBOW PUBLISHING INC.

The undersigned incorporators hereby execute these Articles of Incorporation in order to form a Corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation is: CHOCOLATE RAINBOW PUBLISHING INC.

ARTICLE II. NATURE OF BUSINESS

The Corporation may engage 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 7,500 shares of common stock having a nominal or par value of \$ 1.00 per share.

ARTICLE IV. TERMS OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE V. ADDRESS

The initial principal office of this Corporation in the State of Florida is.:  
2430 MCKINLEY STREET  
HOLLYWOOD, FL 33020

ARTICLE VI. REGISTERED AGENT

The initial Registered Agent is.: LARRY ALOOF  
2430 MCKINLEY STREET  
HOLLYWOOD, FL 33020

Which is also known as the registered office.

LARRY ALOOF  
499 E. Sheridan st. # 202  
Dania Fl. 33004  
TEL 954-9250435

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TALLAHASSEE, FLORIDA

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#### ARTICLE VII. DIRECTORS

The Corporation shall have Two directors, initially. The number of directors may be increased or diminished from time to time, by By-laws adopted by the stockholders, but shall never be less than two. The name and address of the initial directors are.:

LARRY ALOOF  
2430 MCKINLEY STREET  
HOLLYWOOD, FL 33020

MARGO ALOOF  
2430 MCKINLEY STREET  
HOLLYWOOD, FL 33020

#### ARTICLE VIII. EFFECTIVE DATE

These Articles of Incorporation shall be effective upon the Secretary of State accepting and filing these Articles of Incorporation.

#### ARTICLE IX. 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 X. INCORPORATORS

The name and address of the persons signing these Articles are.:

LARRY ALOOF  
2430 MCKINLEY STREET  
HOLLYWOOD, FL 33020

MARGO ALOOF  
2430 MCKINLEY STREET  
HOLLYWOOD, FL 33020

#### ARTICLE XI. AMENDMENT

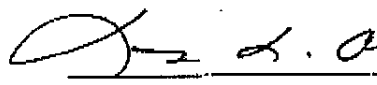
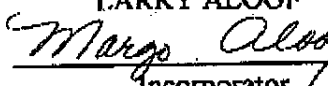
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholder's meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

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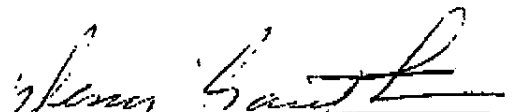
IN WITNESS WHERE OF, we have hereunto set our hands and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 23RD day of APRIL 1998

STATE OF FLORIDA     )  
                                      :SS  
COUNTY OF BROWARD    )

  
Incorporator  
LARRY ALOOF  
  
Incorporator  
MARGO ALOOF  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I hereby certify that on this day, before me, a Notary Public duly authorized in the State and County named above, to take acknowledgments, personally appeared:  
**LARRY ALOOF & MARGO ALOOF**  
known to me to be the person described as Incorporator of and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the State and County named above this 23RD day of APRIL 1998

  
Notary Public, State of Florida at large.

My Commission Expires:



I LARRY ALOOF     by execution hereof, accept the designation as Registered Agent  
of this Corporation

  
LARRY ALOOF

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