

GAYLE E. MILLER  
MIAMI CENTER - SUITE 2000  
201 SOUTH BISCAYNE BOULEVARD  
MIAMI, FLORIDA 33131-2305

P48000045564

(305) 539-3305

May 13, 1998

Secretary of State of Florida  
Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

700002527837--8  
-05/18/98--D1125--002  
\*\*\*\*122.50 \*\*\*\*122.50

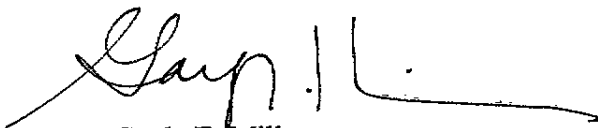
Re: Gayle's Goodies, Inc.

Ladies and Gentlemen:

Enclosed for filing with your office are Articles of Incorporation, in duplicate, as prepared for Gayle's Goodies, Inc., a proposed Florida corporation. Also enclosed is our check in the amount of \$122.50 in payment of filing fees and a certified copy of the Articles. Please return the certified copy to the undersigned.

Thank you for your cooperation with this matter.

Very truly yours,

  
Gayle E. Miller

GEM:et  
enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAY 18 PM 2:10

5-20  
103

**ARTICLES OF INCORPORATION**

**OF**

**GAYLE'S GOODIES, INC.**

The undersigned, acting as incorporator of Gayle's Goodies, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I**

**NAME**

The name of the corporation (the "Corporation") is Gayle's Goodies, Inc.

**ARTICLE II**

**ADDRESS**

The street address of this Corporation shall be 2025 Brickell Avenue, Apt. 1006, Miami, Florida 33129.

**ARTICLE III**

**DURATION**

The duration of the Corporation shall be perpetual.

**ARTICLE IV**

**PURPOSE**

The purpose of the Corporation shall be to engage in any and all business permitted according to the laws of the United States and Florida.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAY 18 PM 2:10

**ARTICLE V**

**CAPITAL STOCK**

The maximum number of shares of stock which this Corporation is authorized to issue is 1000 shares of common stock having a par value or \$0.00 per share.

**ARTICLE VI**

**REGISTERED OFFICE AND AGENT**

The street address of the Corporation's office shall be 2025 Brickell Avenue, Apt. 1006, Miami, Florida 33129, and the registered agent for the Corporation at that address shall be Gayle E. Miller.

**ARTICLE VII**

**INCORPORATOR**

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

Name

Address

Gayle E. Miller

2025 Brickell Avenue, Apt. 1006  
Miami, Florida 33129

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 12 day of May, 1998.

  
\_\_\_\_\_  
Gayle E. Miller  
Incorporator

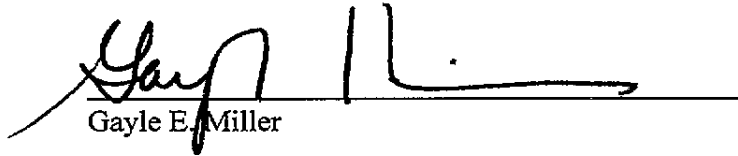
**CERTIFICATE OF REGISTERED AGENT**

**OF**

**GAYLE'S GOODIES, INC.**

Having been named to accept service of process for Gayle's Goodies, Inc. at the place designated in the foregoing Articles of Incorporation, Gayle E. Miller agrees to act in this capacity and is familiar with and accepts the obligations provided in Section 607.0505 of the Florida Business Corporation Act.

DATE: May 12, 1998.

  
Gayle E. Miller

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98MAY 18 PM 2:10