

P98000065724

June 19, 1998

500002580175--9  
-07/06/98--01049--009  
\*\*\*\*122.50 \*\*\*\*122.50

Corporate Records  
Florida Department of State  
409 E. Gaines Street  
Tallahassee, Florida 32399

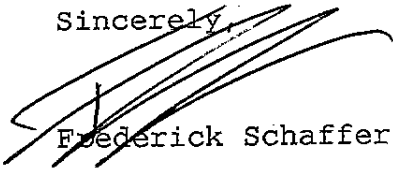
Re: Articles of Incorporation/ Smoothie Giant, Inc.

Dear Sir/Madam:

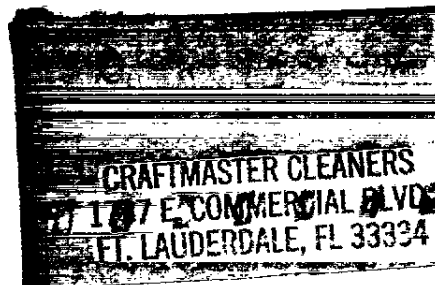
Enclosed please find proposed Articles of Incorporation for the above referenced corporation. Also enclosed is a check in the amount of \$122.50 to cover the requisite fees.

Thank you for your attention to this matter.

Sincerely,

  
Frederick Schaffer

enc. as noted



FILED  
98 JUL 27 PM 3:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

50  
1/27

w-16201

TS



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

July 20, 1998

FREDERICK SCHAFER  
CRAFTMASTER CLEANERS  
1737 E COMMERCIAL BLVD.  
FT. LAUDERDALE, FL 33334

SUBJECT: SMOOTHIE GIANT, INC.  
Ref. Number: W98000016201

We have received your document for SMOOTHIE GIANT, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

You failed to make the correction(s) requested in our previous letter.

ARTICLE VII STATES THERE WILL BE FOUR DIRECTORS, WHEREAS, TWO ARE LISTED. PLEASE INDICATE THE OTHER TWO DIRECTORS, OR CORRECT THE NUMBER OF INITIAL DIRECTORS IN YOUR ARTICLE.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6924.

Sharon Davis  
Document Specialist Supervisor

Letter Number: 898A00038334

ARTICLES OF INCORPORATION

OF

Smoothie Giant, Inc.

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida:

ARTICLE I

The name of the corporation is:

Smoothie Giant, Inc.

ARTICLE II

The address of the corporation is:

1831 N. Pine Island Road  
Plantation, Florida 33322

ARTICLE III

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE IV

The corporation may engage in any business allowable under Florida Law.

ARTICLE V

The capital stock authorized, the par value thereof, and the characteristics of such stock is as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
1000	\$1.00	Common

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at just valuation to be fixed by the Board of Directors.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#### ARTICLE VI

The name and address of the initial Registered Agent shall be:  
Frederick Schaffer, Esq.  
1737 E. Commercial Blvd.  
Ft. Lauderdale, Florida 33334

The corporations Registered Agent, Frederick Schaffer, who upon accepting appointment as Registered Agent, agrees to comply with 48.091 Florida Statutes as amended from time to time with respect to keeping an office open for service of process.

(Certificate of Written Acceptance appears at the end of these Articles of Incorporation)

#### ARTICLE VII

The number of Directors shall be capped at SIX (6) as provided by the Bylaws, but shall not be less than ONE (1).

#### ARTICLE VIII

The number of Directors constituting the initial Board of Directors is TWO (2), whose name and address is:

Frederick Schaffer  
1831 N. Pine Island Road  
Plantation, Florida 33322

Stan Schaffer  
1831 N. Pine Island Road  
Plantation, Florida 33322

#### ARTICLE IX

The name and address of the Incorporator is:

Frederick Schaffer  
1737 E. Commercial Blvd.  
Ft. Lauderdale, Florida 33334

#### ARTICLE X

The private property of the stockholders shall not be subject to payment of the corporate debt in any event.

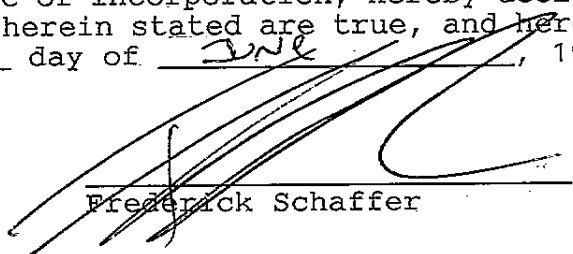
#### ARTICLE XI

The corporation shall indemnify and insure its Officers and Directors to the full extent permitted by law.

ARTICLE XII

These Articles of Incorporation may be amended by manner authorized by law at the time of amendment.

IN WITNESS WHEREOF I, Frederick Schaffer, being the Incorporator of this Corporation, for the purpose of forming a corporation to do business under the laws of the State of Florida, make and file these Article of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 30 day of June, 1998.

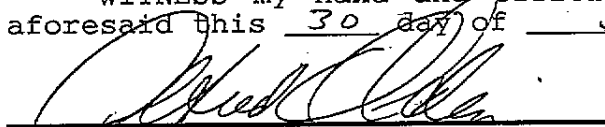
  
Frederick Schaffer

STATE OF FLORIDA )

COUNTY OF BROWARD )

BEFORE ME, the undersigned authority, personally appeared Frederick Schaffer, who has produced a valid Florida driver's licence as identification and who executed the foregoing Article of Incorporation, who, after being duly sworn under oath, acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the State and County aforesaid this 30 day of June, 1998.

  
Notary Public - State of Florida

*Personally Known.*

My commission expires: 8-1-2000



ALFRED A. ADESSI  
COMMISSION # CC 583828  
EXPIRES AUG 01, 2000  
BONDED THRU  
ATLANTIC BONDING CO., INC.

CERTIFICATE DESIGNATING NAME AND ADDRESS OF REGISTERED AGENT

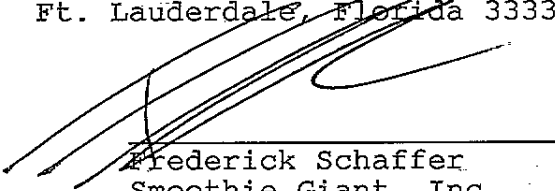
In compliance with section 48.091 Florida Statutes and Chapter 607 Florida Statutes, the following is submitted:

Smoothie Giant, Inc. desiring to organize or qualify under the laws of the State of Florida has named Frederick Schaffer, an individual who resides in the State, as Agent to accept service of process within Florida. The Registered Agent and Office shall be as follows:

Registered Agent: Frederick Schaffer

Registered Office: 1737 E. Commercial Blvd.

Ft. Lauderdale, Florida 33334

  
\_\_\_\_\_  
Frederick Schaffer  
Smoothie Giant, Inc.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

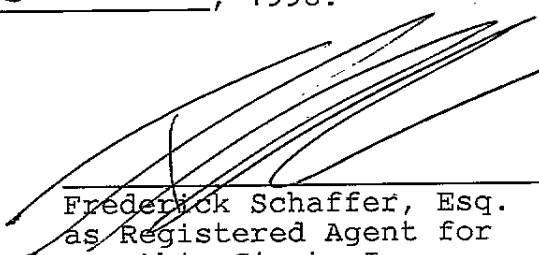
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WRITTEN ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation at the Registered Office designated in the Certificate set forth above, I hereby agree to act in this capacity and further state that I am familiar with, and accept and agree to comply with provisions of all statutes relative to the proper and complete performance of my duties and this position including provisions of section 48.091 Florida Statutes.

Dated this 30 day of June, 1998.

  
Frederick Schaffer, Esq.  
as Registered Agent for  
Smoothie Giant, Inc.

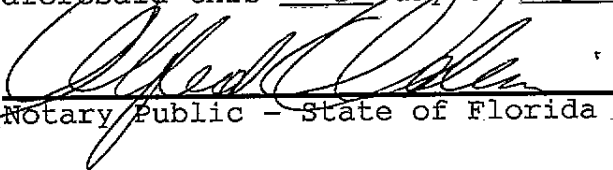
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TALLAHASSEE, FLORIDA

STATE OF FLORIDA )

COUNTY OF BROWARD )

BEFORE ME, the undersigned authority, personally appeared Frederick Schaffer, who has produced a valid Florida driver's licence as identification and did take an oath.

WITNESS my hand and official seal in the State and County aforesaid this 30 day of June, 1998

  
Notary Public - State of Florida

My commission  
expires: 8-1-2000



ALFRED A. ADESSI  
COMMISSION # CC 583828  
EXPIRES AUG 01, 2000  
BONDED THRU  
ATLANTIC BONDING CO., INC.