

P 980000 80143

424 W University Avenue
Gainesville, FL 32601
September 9, 1998

Florida Secretary of State
The Capitol
Tallahassee, FL 32314

FILED
98 SEP 11 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: ZouZou Enterprises, Inc.

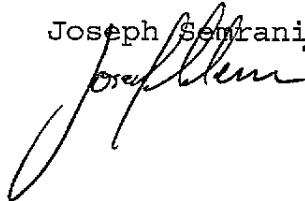
Greetings,

Please accept the attached Article of Incorporation for ZouZou Enterprises, Inc., and the enclosed check for \$70 for filing. Please return a certified copy to me.

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-09/11/98--01073--001
*****70.00 *****70.00

Sincerely,

Joseph Semrani



F. CHESSER SEP 16 1998

ARTICLES OF INCORPORATION

of

ZouZou Enterprises, Inc.

FILED
96 SEP 11 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, hereby declare the purpose of forming a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be: ZouZou Enterprises, Inc.

ARTICLE II

The general nature of the business of this corporation shall be all lawful business activity permitted under the laws of the State of Florida and under the laws of the United States of America, without exception. This corporation may perform any part of its business outside of the State of Florida and in the other states, colonies or territories of the United States of America, and in all foreign countries.

ARTICLE III

The maximum number of shares of stock of the corporation is authorized to have outstanding at any time shall be ONE HUNDRED (100) shares of ONE DOLLAR (\$1.00) par value each, which shares will all be COMMON STOCK.

ARTICLE IV

This corporation shall have perpetual existence.

ARTICLE V

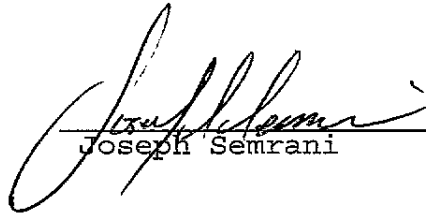
The street address of the initial principal office of this corporation 424 W University Avenue, Gainesville, FL 32601.

The initial registered agent is Joseph Semrani, 424 W University Avenue, Gainesville, FL 32601.

Page 3, Articles of Incorporation, ZouZou Enterprises, Inc.

ARTICLE IX

The By-Laws of this corporation may authorize issuance of both voting and non-voting series of common stock.

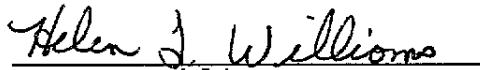

Joseph Semrani

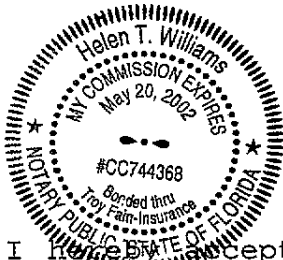
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98 SEP 11 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
) SS
COUNTY OF ALACHUA)

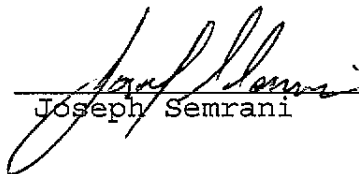
BE IT REMEMBERED, THAT ON THIS DAY before me personally appeared Joseph Semrani, party to the foregoing instrument, who is known to me and acknowledged before me that he freely and voluntarily made, signed and executed the said instrument for the purposes stated therein, and that the facts therein stated are truly set forth.

WITNESS my hand and seal at Gainesville, Florida, this 9th day of September, 1998.


Notary Public,
State of Florida at Large



I hereby accept appointment as Registered Agent for ZouZou Enterprises, Inc.


Joseph Semrani

Page 2, Articles of Incorporation, ZouZou Enterprises, Inc.

ARTICLE VI

The number of directors shall be not less than one. The names of the initial directors of this corporation are:

Joseph Semrani

424 W University Aveue
Gainesville, FL 32601

ARTICLE VII

The name and address of each subscriber of these Articles of Incorporation, and the number of shares of stock each agrees to take are:

Joseph Semrani

424 W University Avenue 100 shares
Gainesville, FL 32601

ARTICLE VIII

These Articles of Incorporation may be ammended in the manner provided by law. Every ammendement 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 the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.