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ACCOUNT NO. : 072100000032

REFERENCE: 96

965502 146486A

AUTHORIZATION:

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COST LIMIT: \$ 70.00

ORDER DATE: September 17, 1998

ORDER TIME : 10:01 AM

ORDER NO. : 965502-025

CUSTOMER NO: 146486A

CUSTOMER: Paul Larrow, CPA

CAPE CORAL ACCOUNTING SERVICE

Suite 205

3501 Del Prado Boulevard Cape Coral, FL 33904-4134

DOMESTIC FILING

NAME:

FLORIDA FREEZZ, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

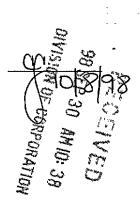
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea

TACI FERSON: Sala Dec

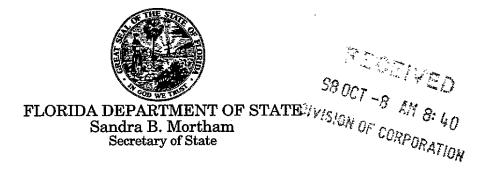
W98-22356

EXAMINER'S INITIALS:



98 SEP 30 PM 1: 49

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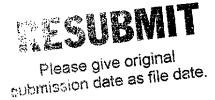


September 30, 1998

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: FLORIDA FREEZZ, INC.

Ref. Number: W98000022356



We have received your document for FLORIDA FREEZZ, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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.

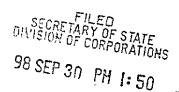
If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden Document Specialist

Letter Number: 998A00048981

SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 CEP 30 PM 1:50



ARTICLES OF INCORPORATION

OF

FLORIDA FREEZZ OF SOUTHWEST FLORIDA, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

FLORIDA FREEZZ OF SOUTHWEST FLORIDA, INC. The address of the principal office of this corporation
shall be 4435 Southeast 20th Avenue, Cape Coral, Florida 33904,
and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact 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 10000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 3501 Del Prado Boulevard, Suite 205, Cape Coral, Florida 33904, and the name of the initial registered agent of the corporation at that address is Paul L. Larrow.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are:

Anthony Latassa

4435 Southeast 20th Avenue, Cape Coral, Florida 33904

ARTICLE VII. INCORPORATOR

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

The Company Corporation 1013 Centre Road Wilmington, Delaware 19805

The undersigned incorporator has executed these Articles of Incorporation on September 30, 1998.

Its Agent, Karen B. Rozar Incorporator

DBC/SARA LEA

SECRETARY OF STATE DIVISION OF CORPORATIONS

98 SEP 30 PM 1:50

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

Paul L. Larrow, an individual residing in this state, having a business office located at 3501 Del Prado Blvd, Suite 205; Cape Coral, Florida 33904, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

FLORIDA FREEZZ OF SOUTHWEST FLORIDA, INC.

Paul L. Larrow is familiar with and accepts the obligations of the position of Registered Agent under Section 607-0505, Florida Statutes.

By: /////

Physical Child