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TEXESX98

FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FILINGS, INC.

ACCT#: 072720000101

CONTACT: TERESA ROMAN PHONE: (850)385-6735
(850)561-1025

FAX #:

NAME: PEACH, INC. AUDIT NUMBER.....H98000023414 DOC TYPE.....FLORIDA
PROFIT CORPORATION OR P.A. CERT. OF STATUS..0 PAGES..... 4
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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PREPARED BY: Diane L. Karlik, Esquire
Campbell and Karlik, P.A.
3450 Northlake Boulevard, #200
Palm Beach Gardens, FL 33403
Florida Bar Number: 372323
Telephone: (561) 625-5220

ARTICLES OF INCORPORATION

OF

PEACH ENTERPRISES, INC.

The undersigned, HILARY B. ANDERSON, acting as the incorporator of a corporation adopts the following Articles of Incorporation of such corporation:

ARTICLE I

The name of the corporation shall be PEACH, INC.
The principal place of business of this corporation shall be 2782 North Military Trail, West Palm Beach, Florida 33409.

ARTICLE II

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Florida Department of State.

ARTICLE III

This corporation is organized for the purpose of opening a smoothie business and to perform all activities or transacting any lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now

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exists or may hereafter be amended.

ARTICLE IV

This corporation is authorized to issue 3000 shares of common stock with a par value of \$1.00.

ARTICLE V

This corporation shall have three (3) Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws; however, there shall never be less than one Director nor more than five. The names and addresses of the initial Board of Directors of the corporation are:

HILARY B. ANDERSON
2782 North Military Trail
West Palm Beach, FL 33409

ERIC A. ANDERSON
2782 North Military Trail
West Palm Beach, FL 33409

PEARL ANDERSON
603 Cindy Circle
West Palm Beach, FL 33414

ARTICLE VI

The name and address of the initial registered agent for the corporation is DIANE L. KARLIK, Attorney at Law, Campbell and Karlik, P.A., 3450 Northlake Boulevard, Suite 200, Palm Beach Gardens, Florida 33403.

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ARTICLE VII

The name and address of the incorporator is:

HILARY B. ANDERSON
2782 North Military Trail
West Palm Beach, FL 33409

IN WITNESS WHEREOF, the undersigned incorporator
has executed these Articles of Incorporation this 15th day of
December, 1998.


HILARY B. ANDERSON

STATE OF FLORIDA

COUNTY OF PALM BEACH

THE FOREGOING instrument was acknowledged and sworn
to before me this 15th day of December, 1998, by HILARY B.
ANDERSON. She produced a Florida driver's license.

_____, as identification and she
did take an oath.


PRINT NAME: JULIA S. BALBONI

Notary Public, State of Florida

My Commission Expires:



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ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named as the registered agent and to accept service of process for PEACH ENTERPRISES, INC. at the place designated in these Articles of Incorporation. I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of law of the State of Florida relative to keeping open said office, and accept the obligations of my position as Registered Agent.

IN WITNESS WHEREOF, the name and seal of the said Registered Agent is affixed hereto at West Palm Beach, Florida, this 15th day of December, 1998.

Diane L. Karlik
DIANE L. KARLIK
(Registered Agent)

STATE OF FLORIDA

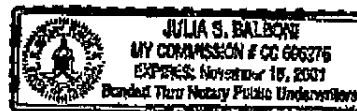
COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally appeared DIANE L. KARLIK, to me known to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed such instrument. She is personally known to me and did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 15th day of December, 1998.

Julia S. Balboni
JULIA S. BALBONI
Notary Public, State of Florida at Large

My Commission Expires:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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