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TRANSMITTAL LETTER

Department of State  
Division of Corporations  
409 E Gaines Street  
Tallahassee, FL 32399

700002777017--4  
-02/16/99--01056--009  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Subject: Incorporation of **J M Smoothies, Inc.**

Date: February 15, 1999

Enclosed is an original and one (1) copy of the articles of incorporation for J M Smoothies, Inc. and a check for \$70.00 for filings fees. Please return one stamped copy of the articles to the following:

Sandra Kritch  
First American Financial Services, Inc.  
26340 US 19 N  
Clearwater, Florida 33716  
727- 726-5529

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99 FEB 16 PM 4:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. BROCK FEB 17 1999

## ARTICLES OF INCORPORATION

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

### ARTICLE ONE

The Corporate name is **J M Smoothies & More, Inc.**

### ARTICLE TWO

#### Duration

The duration of the Corporation is perpetual.

### ARTICLE THREE

#### Purpose

The Corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporations Act.

### ARTICLE FOUR

#### Capital Stock

The aggregate number of shares which the Corporation has authority to issue is (1000) all of which shall be common shares with a par value of One Dollar.

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## ARTICLE FIVE

### Registered-Office

The street address of the initial registered office of the Corporation is 2471  
McMullen Booth Road Unit 8.5 Clearwater, FL 34619  
and the name of the initial Registered Agent at such address is James M. Myers.

## ARTICLE SIX

### Directors

The business of the Corporation shall be managed by a Board of Directors consisting of a minimum of one director and a maximum of six directors.

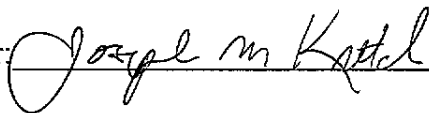
## ARTICLE SEVEN

### Incorporators

The name and address of the Incorporator is:

Joseph M.. Kritch  
First American Financial Services, Inc  
26340 US 19 N  
Clearwater, Florida 33761

Incorporator:



Date: 2-15-99

## CERTIFICATE OF REGISTERED AGENT

Pursuant to 48.091 Florida Statutes, the following is submitted in compliance with said Act that J M Smoothies & More, Inc. desiring to organize under the laws of the State of Florida, with its principal place of business at 2471 McMullen Booth Road Unit 8.5 Clearwater, FL 34619 named James M. Myers located at 2471 McMullen Booth Road Unit 8.5 Clearwater, FL 34619 its agent to accept service of process within Florida.

## ACKNOWLEDGMENT

Having been named to accept service of process for the above stated Corporation at the place designated in the Certificate, I hereby agree to act in this capacity and to comply with provisions of said statutes relative to the proper and complete performance of my duties.

DATED: This 15<sup>th</sup> day of February, 1999

James M. Myers  
Registered Agent

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