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LAW OFFICE OF

O'NEAL & BOOTH, P.A.

Third Floor  
2900 East Oakland Pk. Blvd.  
Fort Lauderdale, Florida 33306

954-563-4803

PATRICK O'NEAL, ESQUIRE  
L. Byrd Booth, Jr. (1940-83)  
John P. Seiler, Of Counsel

Fax 563-4881

May 20, 1999

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

100002884011--3  
-05/24/99 --01092--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: Peppermill, Inc.

Ladies and Gentlemen:

Enclosed please find two original Articles of Incorporation, together with our check number 6282 in the amount of \$78.75 which represents the filing fees for a new corporation. Please file and return one stamped copy to me in the enclosed envelope.

If you should have any questions please do not hesitate to contact me. Thanking you in advance for your assistance in this regard.

Sincerely,



Karen Hiatt  
Secretary to PATRICK O'NEAL

PO/kh

enclosure

FILED  
99 MAY 24 PM 3:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

See 5/26

**ARTICLES OF INCORPORATION**  
**OF**  
**PEPPERMILL, INC.**

FILED  
99 MAY 24 PM 3:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of this corporation is:

**PEPPERMILL, INC.**

**ARTICLE II - DURATION**

This corporation shall have perpetual existence.

**ARTICLE III - PURPOSE**

This corporation is organized pursuant to Florida Statutes 607 to engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, county, territory or nation.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock.

**ARTICLE V - VOTING RIGHTS**

Except as otherwise provided by law the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

**ARTICLE VI - PRINCIPAL PLACE OF BUSINESS**

The principal place of business of this corporation is:

PEPPERMILL, INC.  
8800 S. W. 56th Street  
Miami, FL 33165

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have one director initially. The number of directors may be increased from time to time by the By-Laws, but shall never be less than one. The name and address of the initial director is:

Maston G. O'Neal, Jr.  
P. O. Box 1292  
South Miami, FL 33143

Patrick O'Neal  
2900 East Oakland Park Blvd., #300  
Fort Lauderdale, FL 33306

**ARTICLE VIII - INCORPORATOR**

The name and address of the person signing these Articles is:

Patrick O'Neal  
2900 East Oakland Park Blvd., #300  
Fort Lauderdale, FL 33306

**ARTICLE IX - AMENDMENT**

This corporation reserves the right to amend any provisions contained in these Articles of Incorporation and any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

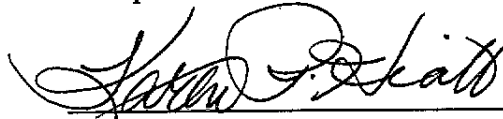
IN WITNESS WHEREOF, I have hereunto set my hand and seal this 20 day of May, 1999.

A handwritten signature in black ink, appearing to read "Patrick O'Neal", written over a horizontal line.

Patrick O'Neal

STATE OF FLORIDA     }  
                                     }  
COUNTY OF BROWARD   }

The foregoing instrument was acknowledged before me this 20 day of May, 1999, by Patrick O'Neal, who is personally known to me or who has produced a Florida drivers license as identification and who did take an oath.



Notary Public

Karen P. Hiatt

Print name of Notary

My Commission Expires:



Karen P. Hiatt  
MY COMMISSION # CC806965 EXPIRES  
March 12, 2003  
BONDED THRU TROY FARM INSURANCE, INC.

FILED  
99 MAY 24 PM 3:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

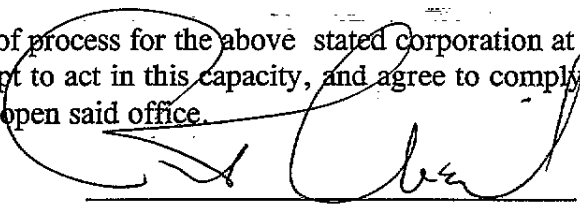
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That **PEPPERMILL, INC.**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of Miami, County of Dade, State of Florida, has named Patrick O'Neal, located at 2900 East Oakland Park Blvd., #300, Fort Lauderdale, FL 33306, County of Broward, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated corporation at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
\_\_\_\_\_  
Registered Agent