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PROFESSIONAL ASSOCIATION

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FILED

99 SEP 13 AM 11:24

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 10, 1999

Secretary of State
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

100002985291--9
-09/13/99--01104--016
*****78.75 *****78.75

Re: Orlando Ice Cream Company

Gentlemen:

Enclosed are the original and one copy of the Articles of Incorporation for the new corporation of Orlando Ice Cream Company. Please file the original articles and return a copy to me in the self address stamped envelope. I have enclosed this firm's check # 2146 in the amount of \$78.75 for the filing of these articles.

Should you have any questions, please contact the undersigned.

Very truly yours,

Norman L. Hull

NLH/blr
Enclosures

PH 9/17/99

ARTICLES OF INCORPORATION

ORLANDO ICE CREAM COMPANY

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CLERK OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purposes of forming a corporation under the laws of the State of Florida, hereby certifies as follows:

Article I

The name of the corporation shall be ORLANDO ICE CREAM COMPANY.

Article II

The corporate existence shall begin upon the filing of these Articles with the Department of State of the State of Florida. The duration of the corporation shall be perpetual.

Article III

The corporation is formed for the purpose of engaging in the purchase, marketing, and sale of ice cream, yogurt, and frozen or chilled products of all kinds and description, and any and all related or incidental activities. This corporation may also engage in any lawful business for which a corporation may be incorporated under the laws of the State of Florida. This corporation shall have and may exercise any and all powers necessary, convenient or incidental to the carrying out of any business in which it may be engaged.

Article IV

There shall be a Board of Directors initially consisting of two directors, namely, Adam Finkle, whose address is 173 Highway 436, Fern Park, Florida 32730, and Brian Schmitt, whose address is 173 Highway 436, Fern Park, Florida 32730, under whom the business and affairs of the corporation shall be conducted. All corporate powers shall be exercised by or under the authority of the Board of Directors. The number of members of the Board of Directors may be changed from time

to time as provided in the bylaws.

Article V

The aggregate number of shares which the corporation shall have authority to issue is One Hundred (100), having a par value of One Dollar (\$1.00) per share.

Article VI

The names and addresses of the initial shareholders of the corporations and the number of shares for which each has subscribed are as follows:

Brian Schmitt, 173 Highway 436, Fern Park, Florida 32730	50 shares
Adam Finkle, 173 Highway 436, Fern Park, Florida 32730	50 shares

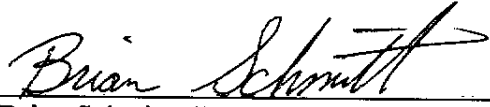
Article VII

The street address of the corporation's principal office for the conduct of business and its initial registered office is 173 Highway 436, Fern Park, Florida 32730. The name of the corporation's registered agent at that address is Brian Schmitt.

Article VIII

The name and address of the corporation's sole incorporator is Brian Schmitt, 173 Highway 436, Fern Park, Florida 32730.

IN WITNESS WHEREOF, these Articles have been executed by the undersigned this
9th day of September, 1999.


Brian Schmitt, Incorporator

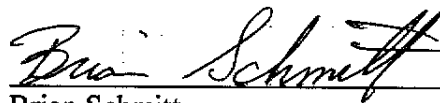
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been named Resident Agent for the ORLANDO ICE CREAM COMPANY, hereby accepts said designation and agrees to act in said capacity at the place identified in the Articles of Incorporation, namely 173 Highway 436, Fern Park, Florida 32730. The undersigned further agrees to comply with the provisions of all statutes relative to the performance of his duties as Registered Agent.



Brian Schmitt
Registered Agent