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LAW OFFICES  
RICHARD I. GILBERT, P.A.

7025 BERACASA WAY • SUITE 208

BOCA RATON, FL 33433

PHONE: (561) 395-8331 • FAX: (561) 395-5099

RICHARD I. GILBERT

JILL B. GORDON

October 7, 1999

LEGAL ASSISTANT

ELIZABETH G. SANDERS

Office of the Secretary of State  
STATE OF FLORIDA  
Division of Corporations  
Post Office Box #6327  
Tallahassee, Florida 32314

600003010656-5  
-10/11/99-01019-016  
\*\*\*\*\*70.00 \*\*\*\*\*70.00


Re: MR. ICE-CREAM, TOO, INC.  
Articles of Incorporation  
Our File Number: 1102-01

Dear Sir or Madam:

Enclosed please find one (1) original and one (1) copy of the executed Articles of Incorporation for the above-referenced Corporation ("Articles"), as well as this law firm's check in the amount of SEVENTY DOLLARS AND NO/CENTS (\$70.00) to cover the filing costs therefor. Please file the Articles and return a time-stamped copy of same to the undersigned in the self-addressed, stamped envelope provided for your convenience.

Should you have any questions or comments in connection with the foregoing, please do not hesitate to contact me.

Very truly yours,

  
Elizabeth Gates Sanders  
Legal Assistant to  
RICHARD I. GILBERT

egs

Enclosures

FILED  
99 OCT 11 PM 7:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

10-14  
WJC

ARTICLES OF INCORPORATION  
OF

MR. ICE-CREAM, TOO, INC.

FILED  
99 OCT 11 PM 7:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, being of legal age, does hereby form a corporation under the laws of the State of Florida and the Florida Business Corporation act, adopts the following Articles of Incorporation.

ARTICLE I

NAME

The name of this corporation shall be MR. ICE-CREAM, TOO, INC. ("Corporation").

ARTICLE II

GENERAL NATURE OF BUSINESS

The purpose for which the Corporation is organized is to engage in any activity or business permitted under the laws of the United States and of the State of Florida, including, but not limited to, the distribution of ice cream products.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to have five hundred (500) shares of outstanding capital stock, at a par value of ONE DOLLAR AND NO/CENTS (\$1.00).

ARTICLE IV

CORPORATE EXISTENCE

Corporate existence shall commence upon the filing of these Articles of Incorporation by the Office of the Secretary of State of the State of Florida, and shall exist perpetually, unless sooner dissolved in a manner prescribed by law.

#### ARTICLE V

##### REGISTERED OFFICE AND AGENT

The street address of the office of the initial registered agent of the Corporation is:

506 S.E. 16th Street, Unit #9  
Fort Lauderdale, Florida 33316

and the name of the registered agent of the Corporation at said address is:

EMIL R. TYRKAS, JR.

#### ARTICLE VI

##### PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of the Corporation shall be:

506 S.E. 16th Street, Unit #9  
Fort Lauderdale, Florida 33316

#### ARTICLE VII

##### NUMBER OF DIRECTORS

The number of Directors of this Corporation shall be not less than one (1) nor more than nine (9).

## ARTICLE VIII

### DIRECTORS

The name and street address of each member of the first Board of Directors of this Corporation who shall hold office for the first year or until their successors are chosen shall be:

<u>NAME</u>	<u>ADDRESS</u>
EMIL R. TYRKAS, JR.	506 S.E. 16th Street, Unit #9 Fort Lauderdale, Florida 33316

## ARTICLE IX

### INCORPORATOR

The name and address of the Incorporator of these Articles of Incorporation are:

EMIL R. TYRKAS, JR.  
506 S.E. 16th Street, Unit #9  
Fort Lauderdale, Florida 33316

## ARTICLE X

### SUBSCRIBERS

The name and street address of each person signing these Articles of Incorporation as a subscriber, and the number of shares of stock subscribed are as follows:

NAME	ADDRESS	NUMBER OF SHARES
Emil R. Tyrkas, Jr.	506 S.E. 16th St. Unit #9 Ft. Lauderdale, FL 33316	

The stockholders agree to pay not less than par value for each share of stock.

The proceeds of the stock subscribed for will be at least as much as the amount necessary to commence business.

#### ARTICLE XI

##### AMENDMENT

The Corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute.

The Directors of the Corporation shall have the power to make or amend the Bylaws, and to fix any amount to be reserved for working capital.

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent whatever. The Corporation shall have a first lien on the shares of its members and upon the dividends due to them for any indebtedness of such members of the Corporation.

IN WITNESS WHEREOF, the undersigned, for the purpose of forming a corporation to conduct business within and without the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and correct, does agree to accept the number

of shares hereinabove set forth, and hereunto sets his hand this  
7 day of October 1999.


  
Signature

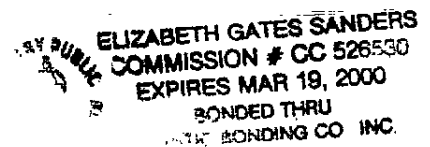
EMIL R. TYRKAS, JR., Incorporator  
Print Name/Title

STATE OF FLORIDA       )  
                                  : SS.:  
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day before me, the undersigned authority, a Notary Public duly authorized in the above-named State and County to take acknowledgments, personally appeared EMIL R. TYRKAS, JR., party to the foregoing Articles of Incorporation, known to me personally to be such, or has provided me with FL DR# T622216 69 0430 as identification, and I have first made known to him the contents of said Articles, he did acknowledge that he signed, sealed and delivered the same as his voluntary act and deed, and deposed that the facts therein stated were true and correct.

WITNESS my hand and official seal this 7<sup>th</sup> day of  
October, 1999.

  
NOTARY PUBLIC  
Commission Number:  
My Commission expires:

  
ELIZABETH GATES SANDERS  
COMMISSION # CC 526530  
EXPIRES MAR 19, 2000  
BONDED THRU  
THE BONDING CO. INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THE STATE AND NAMING AGENT UPON  
WHOM PROCESS BY BE SERVED

FILED  
99 OCT 11 PM 7:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with the requirements of § 48.091, Fla.  
Stat., the following is submitted:

That, MR. ICE-CREAM, TOO, INC.

organized and existing under the laws of the State of Florida, with  
its initial registered office, as indicated in the foregoing  
Articles of Incorporation, in the City of Fort Lauderdale, County  
of Broward, State of Florida, has named EMIL R. TYRKAS, JR., of 506  
S.E. 16th Street, Unit #9, Fort Lauderdale, Florida 33316, as its  
agent to accept service of process within this State.

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent to accept service  
of process for the above-styled Corporation at the place designated  
in these Articles of Incorporation, I, the undersigned, am familiar  
with, and accept appointment as Registered Agent, and I hereby  
accept the duties and responsibilities as Registered Agent for said  
Corporation. I further agree to act in said capacity and to comply  
with the provisions of all statutes relating to the proper and  
complete performance of my duties, and am familiar with and accept  
the obligations of my position as Registered Agent for said  
Corporation.

Dated: October 7, 1999

E/R.T.J.  
EMIL R. TYRKAS, JR.  
Registered Agent