

P99000091217

Sandra L. Guvetis
8146-C Bridgewater Court
West Palm Beach, FL 33406

October 6, 1999

Florida Department of State
Division of Corporation
P. O. Box 6327
Tallahassee, FL 32314

500003011765-4
-10/11/99-01118-008
*****78.75 *****78.75

Re: TOOTSYS, INC.

Gentlemen:

Enclosed please find an original and one copy of Articles of Incorporation which I would appreciate your filing. A check in the amount of \$78.75 is enclosed for the filing fees. A stamped, self-addressed envelope is also enclosed for your convenience in returning the certified copy of the filed Articles to me.

Thank you for your attention to the foregoing.

Cordially,

Sandra L. Guvetis

Enclosures

FILED
99 OCT 11 AM 10:23
SELF-ADDRESSED ENVELOPE
NOT RECORDED

*None
OK per
Roccom*

*CB
10-18-99
10*

ARTICLES OF INCORPORATION

OF

TOOTSY'S, INC.

FILED
99 OCT 11 AM 10:23
CLERK OF DISTRICT COURT
JANUARY 11 2000

Article I - Name and Address

The name of this corporation is **TOOTSY'S, INC.** with its principal address as 8146-C
Bridgewater Court, West Palm Beach, FL 33406.

Article II - Duration

This corporation shall exist perpetually.

Article III - Purpose and Powers

The general nature of the business to be transacted by this corporation is to
manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign or
otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise,
real and personal property and services of every class, kind and description. The corporation
shall have all of the powers authorized under applicable law.

Article IV - Shares of Stock

The corporation is authorized to issue one hundred (100) shares of common stock with
no par value.

Article V - Initial Registered Office and Agent

The street address of initial registered office of this corporation is 8146-C Bridgewater
Court, West Palm Beach, FL 33406 and the name of the initial registered agent of this
corporation at that address is SANDRA L. GUVETIS.

Article VI - Initial Board of Directors

This corporation shall have one (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than two (2). The name and address of the initial director of this corporation are:

Sandra L. Guvetis
8146-C Bridgewater Court
West Palm Beach, FL 33406

Renee Wilson
8146-C Bridgewater Court
West Palm Beach, FL 33406

Article VII - Incorporators

The names and addresses of the persons signing these Articles of Incorporation are:



Sandra L. Guvetis
8146-C Bridgewater Court
West Palm Beach, FL 33406

Renee Wilson
8146-C Bridgewater Court
West Palm Beach, FL 33406

Article VIII - Amendment

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 6 day of October, 1999.


SANDRA L. GUVETIS

RENEE WILSON

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,
incompliance with said Act:

First--That **TOOTSY'S, INC.** desiring to organize under the laws of the State of Florida,
with its principal office, as indicated in the articles of incorporation at the City of West
Palm Beach, County of Palm Beach, State of Florida, has named SANDRA L. GUVETIS, 8146-C
Bridgewater Court, West Palm Beach, Florida 33406, 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
the 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.

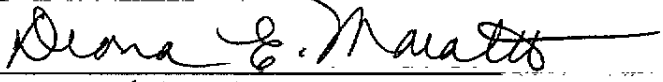

SANDRA L. GUVETIS
Registered Agent

FILED
99 OCT 14 AM 10:23
SECRETARY OF
STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

Before me, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared SANDRA L. GUVETIS and RENEE WILSON who are personally known to me or who have produced as identification _____ and who did execute the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this the 8 day of October, 1999.


(Signature of Notary)



Diana E. Marateo
MY COMMISSION # CC729849 EXPIRES
June 3, 2002
BONDED THROUGH TROY FAIR INSURANCE INC.

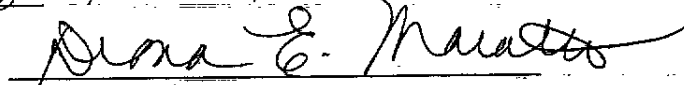
(Printed Name of Notary)
Notary Public, State of Florida

(Commission Number)
My commission expires: _____

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

Before me, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared SANDRA L. GUVETIS and RENEE WILSON who are personally known to me or who have produced as identification and who did execute the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

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Diana E. Marateo
MY COMMISSION # CC729849 EXPIRES
June 3, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

(Printed Name of Notary)
Notary Public, State of Florida

(Commission Number)
My commission expires: _____