

2402298

**FILED**  
In the Office of the Secretary of State  
of the State of California

DEC 20 2001

*Bill Jones*  
BILL JONES, Secretary of State

**ARTICLES OF INCORPORATION**

**OF**

**SWEET BABY, INC.**

**I**

The name of this corporation is:

Sweet Baby, Inc.

**II**

The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business, or the practice of a profession permitted to be incorporated by the California Corporations Code.

**III**

The name and address in the State of California of this corporation's initial agent for service of process is:

Mark Rosenbaum, Esq.  
11400 West Olympic Boulevard, Tenth Floor  
Los Angeles, California 90064

**IV**

This corporation is authorized to issue only one class of shares of stock, and the total number of shares which this corporation is authorized to issue is 1,000,000 shares.

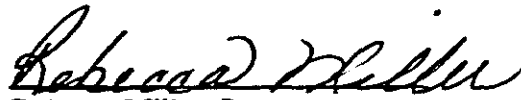
V

The liability of the directors of this corporation for monetary damages shall be eliminated to the fullest extent permissible under California law.

VI

This corporation is authorized to provide indemnification of agents (as defined in Section 317 of the California Corporations Code) for breach of duty to this corporation and its stockholders through bylaw provisions or through agreements with the agents, or both, in excess of the indemnification otherwise permitted by Section 317 of the California Corporations Code, subject to the limits on such excess indemnification set forth in Section 204 of the California Corporations Code.

IN WITNESS WHEREOF, the undersigned incorporator has executed the foregoing Articles of Incorporation.

  
Rebecca Miller, Incorporator