

**Wolfe, Young, O'Baker & Company**

ACCOUNTANTS, TAX PRACTITIONERS & BUSINESS CONSULTANTS

**P95000000539**

December 30, 1994

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JAN -3 PM 1:35

RE: DEXTER'S OF ORLANDO, INC

To Whom it May Concern:

Enclosed please find \$70.00 check for Filing Fees (\$35.00), and Register Agent Designation (\$35.00) for the proposed incorporation of the above referenced company.

Also enclosed are two sets of notarized Articles of Incorporation and Certificate of Resident Agent .

Should you have any questions, please do not hesitate to call this office.

Very truly yours,

Wolfe, Young, O'Baker & Company

  
Clyde E. O'Baker

CEO/sbo  
Enclosures

cc: DEXTER'S OF ORLANDO, INC



**ARTICLES OF INCORPORATION  
OF  
DEXTER'S OF ORLANDO, INC.**

**Article I - Name**

The name of the corporation is: **DEXTER'S OF ORLANDO, INC.**

**Article II - Duration**

This corporation shall exist perpetually.

**Article III - Purpose**

This corporation may engage in or transact any or all lawful activities or businesses permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

**Article IV - Capital Stock**

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares".

**Article V - Preemptive Rights**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

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**Article VI - Initial Registered Office and Agent**

The street address of the initial registered office and the mailing address of this corporation is: 808 East Washington Street, Orlando, Florida 32803, and the name of the initial registered agent of this corporation at that address is: Dexter Richardson.

**Article VII - Initial Board of Directors**

This corporation shall have four (4) Directors initially. The number of Directors may be either increased or diminished from time to time as permitted by the By-Laws, but shall never be less than one (1). The names and addresses of the Initial Directors are: Dexter Richardson, 435 Westminster Drive, Orlando, Florida 32803, Adrian H. Mann, 622 Carvell Drive, Winter Park, Florida 32792, John B. Hoffmeister, 706 Village Lane, Winter Park, Florida 32790, and Charles D. Baumis, 1374 Orchid Avenue, Winter Park, Florida 32789.

**Article VIII - Incorporator**

The name and address of the person signing these Articles of Incorporation is: Dexter Richardson, 808 East Washington Street, Orlando, Florida 32803.

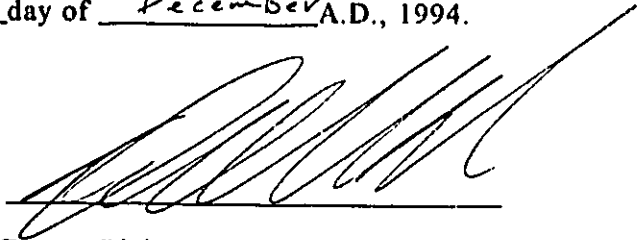
**Article IX - Initial Officers**

The names and addresses of the initial officers shall be: Dexter Richardson, 435 Westminster Drive, Orlando, Florida 32803 - President, Charles D. Baumis, 1374 Orchid Avenue, Winter Park, Florida 32789 - Vice/President, Adrian H. Mann, 622 Carvell Drive, Winter Park, Florida 32792 - Secretary and John B. Hoffmeister, 706 Village Lane, Winter Park, Florida 32790 - Treasurer.

**Article X - By-Laws**

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

**IN WITNESS WHEREOF**, the undersigned subscriber has executed these Articles of Incorporation the 29<sup>th</sup> day of December A.D., 1994.


A handwritten signature in black ink, appearing to read "Dexter Richardson", is written over a horizontal line.

Dexter Richardson - Incorporator

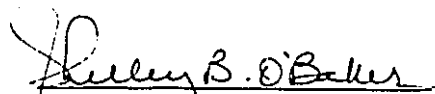
STATE OF FLORIDA

COUNTY OF Orange :

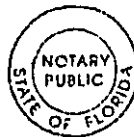
BEFORE ME, the undersigned Notary Public, duly authorized in the aforesaid State and County to take oaths and acknowledgments, personally appeared, **Dexter Richardson**, well-known to me, who deposes and states that he is the person named in the above and foregoing "Articles of Incorporation", that he has read same over carefully, completely and thoroughly, and that to the best of Affiant's knowledge, information and belief, all of the matters, facts and statements set forth therein are true, accurate and correct.

  
Dexter Richardson  
Form of I.D. FL D.L.  
I.D. # R263-173-52-257  
Expiration 10/96

SWORN and SUBSCRIBED to before me this 29th day of December,  
A.D., 1994.

  
Notary Public, State of Florida  
AT LARGE

My Commission Expires:  
(N.P. Seal)



SHELLEY B. O'BAKER  
MY COMM EXP. 4/24/96  
BANKERS SERVICE INS.  
192268

State of Florida  
Department of State

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

The following is submitted in compliance with Section 48.091,  
Florida Statutes.

**DEXTER'S OF ORLANDO, INC.**, a corporation organized under the laws of  
the State of Florida, with its principal office at: 808 East Washington Street,  
Orlando, Florida 32803, has named Dexter Richardson, at 808 East Washington  
Street, Orlando, Florida 32803, as its Agent to accept service of process within  
this State.

**DEXTER'S OF ORLANDO, INC.**

BY:   
Dexter Richardson - Incorporator

**A C C E P T A N C E**

Having been named to accept service of process for the above-stated  
corporation, at the designated place in this certificate, I hereby agree to act in  
this capacity, and I further agree to comply with the provisions of all statutes  
relative to the proper and complete performance of my duties.

  
Dexter Richardson - Resident Agent

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JAN -3 PM 1:35

**P9500000539**  
**WOLFE, YOUNG, O'BAKER & COMPANY**

Accountants & Tax Consultants

101 Sunnyside Road  
Casselberry, Florida 32707

Ph # (407) 339-9000  
Fax # (407) 339-4205

January 10, 1996

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

700001695387  
-01/23/96--01012--017  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: **DEXTER'S OF THORNTON PARK, INC.**

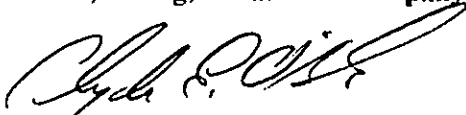
To Whom it May Concern:

Enclosed please find a \$35.00 check for filing fees for the proposed Amendment to the Articles of Incorporation for the above referenced company.

Also enclosed are two sets of notarized Amendments to the Articles of Incorporation of this company.

Should you have any questions, please do not hesitate to call this office.

Respectfully Submitted,  
**Wolfe, Young, O'Baker & Company**



Clyde E. O'Baker

CEO/sbo  
Enclosures

FILED  
96 JAN 22 AM 10:03  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

N/C

VS JAN 30 1996

ARTICLES OF AMENDMENT  
TO  
DEXTER'S OF ORLANDO, INC.

FILED  
96 JAN 22 AM 10:03  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Article of Amendment to its Articles of Incorporation:


1. Article I of the Articles of Incorporation of **DEXTER'S OF ORLANDO, INC.** is amended to read as follows: The name of the corporation shall be: **DEXTER'S OF THORNTON PARK, INC.**

2. Said Articles of Incorporation shall be hereafter known as the Articles of Incorporation of **DEXTER'S OF THORNTON PARK, INC.**

3. The Amendment was adopted on January 1, 1996.

4. The Amendment was adopted by the board of directors without shareholder action and shareholder action was not required.

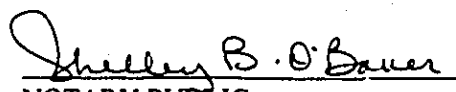
Signed this 16th day of January, 1996.

  
Dexter Richardson - Director  
Form of I.D. DRICKS 4CEN/C  
I.D. # 263-173-52-252  
Expiration 7-17-96

STATE OF FLORIDA  
COUNTY OF Orange

BEFORE ME, the undersigned authority, personally appeared Dexter Richardson, who after first being duly sworn, depose and say that he is a director of **DEXTER'S OF THORNTON PARK, INC.**

SWORN TO AND SUBSCRIBED before me this 16th day of Jan., 1996.

  
NOTARY PUBLIC  
My Commission Expires:



SHELLEY B. O'BAKER  
MY COMM EXP. 4/24/96  
BONDED BY SERVICE INS.  
NO. CC192268