

P960000028278

120 HAYS ST
TALLAHASSEE, FL 32301
904-221-1711
904-221-0911 FAX

FILED
96 MAR 29 AM 11:00
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA



ACCOUNT NO. : 0721000000002
REFERENCE : 900833 4346980
AUTHORIZATION :
COST LIMIT : \$ 122. Patricia Pizutti

ORDER DATE : March 29, 1996

ORDER TIME : 10:31 AM

ORDER NO. : 900833

CUSTOMER NO: 4346980

CUSTOMER: Ms. Patty Mcelwain
KALISH & WARD

Suite 4100
101 East Kennedy Boulevard
Tampa, FL 33602

DOMESTIC FILING

NAME: MUNCH, MUNCH AND MOON, P.A.
OF PORT CANAVERAL

EFFECTIVE DATE: Y

X ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

X CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: GLS

EXAMINER'S INITIALS:

TH
4-1-96

FILED
96 MAR 29 PM 6:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
MUNCH, MUNCH AND MOON, P.A. OF PORT CANAVERAL**

The undersigned incorporator hereby executes these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

**ARTICLE 1
Name**

The name of this corporation shall be:

MUNCH, MUNCH AND MOON, P.A. OF PORT CANAVERAL

**ARTICLE 2
Principal Office and Mailing Address**

The address of the principal office and the mailing address of this corporation shall be:

677 George J. King Boulevard
Suite 111
Port Canaveral, Florida 32920

**ARTICLE 3
Capital Stock**

The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 1,000,000 shares of common stock with a par value of \$.01 per share. Each share of said stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this corporation. The consideration for the issuance of said shares of capital stock may be paid, in whole or in part, in cash, in promissory notes, in other property (tangible or intangible), in labor or services actually performed for this corporation, in promises to perform services in the future evidenced by a written contract, or in other benefits to this corporation at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and nonassessable.

**ARTICLE 4
Registered Office and Registered Agent**

The initial registered office of this corporation shall be located at 101 East Kennedy Boulevard, Suite 4100, Tampa, Florida 33602 and the initial registered agent of this corporation

**ARTICLES OF INCORPORATION OF
MUNCH, MUNCH AND MOON, P.A.
OF PORT CANAVERAL**

PAGE 2

at such office shall be William Kalish. This corporation shall have the right to change such registered agent and such registered office from time to time, as provided by law.

ARTICLE 5
Board of Directors

The Board of Directors of this corporation shall consist of a number of directors to be fixed from time to time by the stockholders or the by-laws. The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders.

ARTICLE 6
Initial Board of Directors

The initial Board of Directors of this corporation shall consist of one (1) member, such member to hold office until his successors have been duly elected and qualify. The name and street address of the initial director is:

<u>Name</u>	<u>Address</u>
Jacob J. Munch	677 George J. King Boulevard Suite 111 Port Canaveral, Florida 32920

ARTICLE 7
Incorporator

The name and street address of the incorporator making these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
William Kalish, Esquire	Kalish & Ward, P.A. 101 East Kennedy Boulevard Suite 4100 Tampa, Florida 33602

ARTICLE 8
Purposes, Duration and Effective Date

The general nature of the business to be transacted by this corporation, or the objects or purposes of the corporation, shall be as follows:

- (i) to engage solely and specifically in the business of carrying on the general practice of law;
- (ii) to invest in real estate, mortgages, stocks, bonds or any other type of investments;
- (iii) to own real and personal property necessary for the rendering of the above professional services; and
- (iv) in general, to have and exercise all powers conferred by the laws of Florida upon professional service corporations, and to do any and all things hereinabove set forth to the same extent as a natural person might or could do.

In accordance with § 607.0123(2), Florida Statutes, the existence of this corporation shall commence on April 1, 1996, and shall thereafter be perpetual.

ARTICLE 9
By-Laws

The power to adopt the by-laws of this corporation, to alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the Board of Directors of this corporation.

ARTICLE 10
Amendment of Articles of Incorporation

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

**ARTICLES OF INCORPORATION OF
MUNCH, MUNCH AND MOON, P.A.
OF PORT CANAVERAL**

PAGE 4

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes therein stated.



WILLIAM KALISH, ESQUIRE

FILED
96 MAR 29 PM 6:26
SECRET
TALLAHASSEE, FLORIDA

ACCEPTANCE OF SERVICE AS REGISTERED AGENT
OF MUNCIL, MUNCIL AND MOON, P.A., OF PORT CANAVERAL

FILED
96 MAR 29 PM 6:26
CLERK OF COURT
JAMES H. HARRIS
TALLAHASSEE, FLORIDA

The undersigned, William Kalish, having been named as registered agent to accept service of process for the above-named corporation at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of such position.

DATED this 28th day of March, 1996.



William Kalish, Esquire

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MUNCH, MUNCH AND MOON, P.A.
ATTORNEYS AT LAW

JACOB J. MUNCH
BOARD CERTIFIED CIVIL TRIAL LAWYER
ADMIRALTY

KIM W. MUNCH

STEPHEN M. MOON
ADMIRALTY

TAMPA OFFICE
374 SOUTH HYDE PARK AVENUE
SUITE 300
TAMPA, FLORIDA 33606
TELEPHONE (813) 284-1007
FAX (813) 284-0172

BREVARD COUNTY /
PORT CANAVERAL OFFICE
1901 SOUTH HANSON CITY BOULEVARD
SUITE 600
MELBOURNE, FLORIDA 32901
TELEPHONE (407) 952-7000
FAX (407) 951-2481

PLEASE REPLY TO

August 14, 1996

TAMPA

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

SEARCHED INDEXED
SERIALIZED FILED
AUG 15 1996
FBI - TAMPA

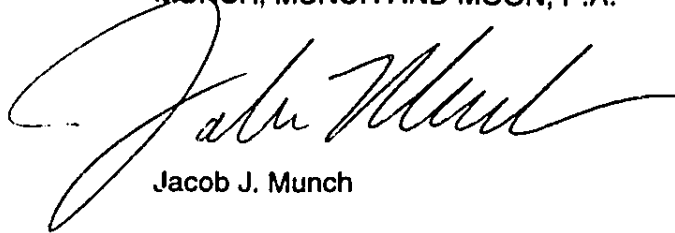
Re: Amendment to Articles of Incorporation
of Munch, Munch and Moon, P.A. of Port Canaveral

Dear Sir or Madam:

I enclose the original Amendment to Articles of Incorporation of Munch,
Munch and Moon, P.A. of Port Canaveral. I have also enclosed a check in the
amount of \$35.00 in payment of the fee to effectuate the name change.

Very truly yours,

MUNCH, MUNCH AND MOON, P.A.



Jacob J. Munch

JJM:jan
Enclosures

5/11/96

TALLAHASSEE, FLORIDA

53/29 25 PM 1:51

FILED

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
MUNCH, MUNCH AND MOON, P.A. OF PORT CANAVERAL**

ARTICLE ONE of the Articles of Incorporation of Munch, Munch and Moon, P.A. of Port Canaveral, is amended to read as follows:


ARTICLE ONE

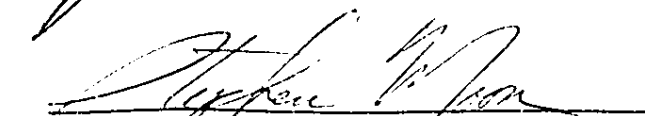
1. The name of the corporation is:

MUNCH AND MOON, P.A.

2. The foregoing amendment was approved by unanimous consent of all directors and all shareholders of this corporation entitled to vote on August 14, 1996.

IN WITNESS WHEREOF the undersigned Jacob J. Munch, President, and Stephen M. Moon, Secretary of this corporation have executed these Articles of Amendment on the 14th day of August, 1996.


JACOB J. MUNCH, PRESIDENT


STEPHEN M. MOON, SECRETARY

Munch and Moon, P.A.
677 George J. King Blvd. Suite 111
Port Canaveral, Florida 32920

January 23, 1997

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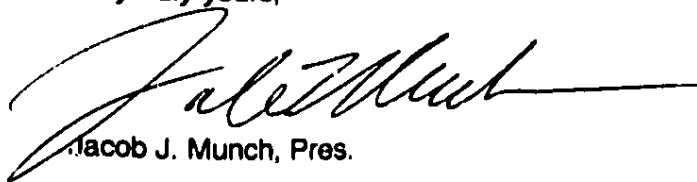
Florida Department of State
Division of Corporations
P.O. Drawer 6327
Tallahassee, Florida 32314

Re: Dissolution of Munch and Moon, P.A.

Dear Sir or Madam:

As president of the corporation I herewith submit the Articles of Dissolution for Munch and Moon, P.A.. Please file them accordingly. I also enclose a check for \$35.00 which is the filing fee. If you have any questions you can reach me at (813) 254-1557. Thank you.

Very truly yours,


Jacob J. Munch, Pres.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
37 JUN 23 PM 12:53

APPROVED
AND
FILED

cc: Stephen M. Moon with enclosures
enclosure: Articles of Dissolution and check

300002066063--2
-01/23/97--01052--020
*****35.00 *****35.00

JM
P96000028278
FL Diss
1-23-97

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: Munch and Moon, P.A.

SECOND: The date dissolution was authorized: September 6, 1996

THIRD: Adoption of Dissolution (CHECK ONE)

Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.


Dissolution was approved by vote of the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

_____ (voting group)

Signed this 19 day of January, 19 97

Signature 
(By the Chairman or Vice Chairman of the Board, President, or other officer)

Jacob J. Munch, President
(Typed or printed name)

President
(Title)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 JUN 23 PM 12:53

APPROVED
AND
FILED