

PA6000040135

ALLAHAS... 00-428086



96 MAY -2 PM 4:15
DIVISION OF REGISTRATION

FILED
96 MAY -2 AM 8:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032
REFERENCE : 940151 4326591
AUTHORIZATION : *Palencia Pignatelli*
COST LIMIT : \$ 122.50

ORDER DATE : May 2, 1996
ORDER TIME : 3:25 PM
ORDER NO. : 940151
CUSTOMER NO: 4326591

000001806030

CUSTOMER: Mr. Billy L. Rowe
FOWLER WHITE GILLEN BOGGS
VILLAREAL & BANKER, P.A.
501 East Kennedy Boulevard
Tampa, FL 33602

*W96-4569
5325*

DOMESTIC FILING

NAME: OH, FUDGE!

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michelle Bailey

EXAMINER'S INITIALS:

*MH
5-10-96*



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

96 MAY -7 08:48:17
CIVIL SERVICE

May 6, 1996

OSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: OH, FUDGE!
Ref. Number: W96000009569

RESUBMIT

Please give original
submission date as file date.

We have received your document for OH, FUDGE! and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 467-6927.

Kathy Hyman
Document Specialist

Letter Number: 396A00021912

ARTICLES OF INCORPORATION
OF
OH, FUDGE!, Inc.

FILED
96 MAY -2 AM 8:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, hereby make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation shall be:

OH, FUDGE!, Inc.

ARTICLE II

Existence of Corporation

This corporation shall have perpetual existence.

ARTICLE III

Purposes

The corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV

Capital Stock

(a) The total number of shares of capital stock authorized to be issued by the corporation shall be 10,000 shares having a par value of \$1.00 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property, or in labor or services actually performed for the corporation and valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be non-assessable.

(b) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

ARTICLE V

Registered Office and Registered Agent

The street address of the corporation's principal office and initial registered office is 1902 - 60th Street North, St. Petersburg, Florida 33710, and the name of the corporation's initial registered agent at such address is ANN S. AZDELL. The corporation may change its registered office or its registered agent, or both, by filing with the Department of State of the State of Florida a statement complying with Section 607.037, Florida Statutes.

ARTICLE VI

Initial Board of Directors

The number of directors constituting the initial Board of Directors shall be two (2), and the name and address of each person who is to serve as a member thereof is as follows:

| | |
|-----------------|--|
| ANN S. AZDELL - | 1902 - 60th Street North St. Petersburg, FL 33710 |
| JAMES CORNING - | 1902 - 60th Street North St. Petersburg, FL 33710 |

ARTICLE VII

Incorporators

The name and address of the incorporator of this corporation is as follows:

| | |
|-----------------|--|
| ANN S. AZDELL - | 1902 - 60th Street North St. Petersburg, FL 33710 |
|-----------------|--|

ARTICLE VIII

Amendment of Articles of Incorporation

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, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned, have executed these Articles for the uses and purposes therein stated.



ANN S. AZDELL

STATE OF FLORIDA)
 Orange)
COUNTY OF ~~PINELLAS~~)

Before me, the undersigned authority, on this 9th day of ~~January~~ *February*, 1996, personally appeared ANN S. AZDELL, to me well known to be the person described in and who signed the foregoing Articles of Incorporation, and acknowledged the execution of said Articles freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal at Orlando, said County and State, as of the date aforesaid.

M. A. Andrade
Notary Public

My Commission Expires:



M. A. ANDRADE
MY COMMISSION # CC414459 EXPIRES
October 10, 1998
BONDED THROUGH INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR SERVICE OF PROCESS WITHIN FLORIDA
AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

FILED
96 MAY -2 AM 8-20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That OIL, FUDGEI, Inc desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of St. Petersburg, State of Florida, has named ANN S. AZDELL, 1902 - 60th Street North, St. Petersburg, Florida 33710, as its Agent to accept service of process within the State of Florida.

DATED: ~~January~~ ^{February} 9th, 1996.



JAMES CORNING, President

A C C E P T A N C E

Having been named to accept service of process for the above named corporation, at the place designated 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.

DATED: ~~January~~ ^{February} 9th, 1996.



ANN S. AZDELL
Registered Agent

096000040135

Requester's Name

James J. ...

City

State

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

SEP 25 1996
 10:00 AM - 11:00 AM

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

| NEW FILINGS | |
|--------------------------|-------------------|
| <input type="checkbox"/> | Profit |
| <input type="checkbox"/> | NonProfit |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|-------------------------------------|--|
| <input type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Resignation of R.A., Officer/ Director |
| <input type="checkbox"/> | Change of Registered Agent |
| <input checked="" type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

| OTHER FILINGS | |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/ QUALIFICATION | |
|--------------------------------|---------------------|
| <input type="checkbox"/> | Foreign |
| <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

N. HENDERSONS SEP 25 1996

| | |
|---------------------|--|
| Examiner's Initials | |
|---------------------|--|

ARTICLES OF DISSOLUTION
OF
OH, FUDGE!, Inc.

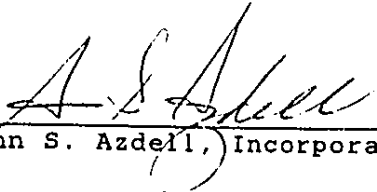
Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

1. The name of the corporation is OH, FUDGE!, Inc., which was duly incorporated on the 2nd day of May, 1996, by the State of Florida.
2. None of the corporations's shares have been issued.
3. No debt of the corporation remains unpaid.
4. The net assets of the corporation remaining after winding up have been distributed.
5. Dissolution is authorized by the undersigned, who is the only incorporator of the corporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution on the 3rd day of September, 1996.

Dated: September 3, 1996

BY:


Ann S. Azdell, Incorporator/Director