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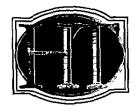
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SECRETARY OF STALE

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HUDDLESTON & TEAL P.A. ATTORNEYS AT LAW

MICHAEL C. HUDDLESTON * MICHAEL S. TEAL * ADAM L. SACKS * MARGUERITE M. MOGUL

REPLY TO DELAND OFFICE

114 West Rich Avenue DeLand, Florida 32720 (386) 738-3400 Fax (386) 738-4300

February 24, 2005

1512 South Volusia Avenue Orange City, Florida 32763 (386) 775-3210 Fax (386) 775-6600

Florida Department of State Division of Corporations The Capitol Tallahassee, Florida 32399

Re: The Incorporation of:

BRANDES ENTERPRISES OF BREVARD, INC.

Dear Sirs:

Enclosed please find the original and one copy of the Articles of Incorporation for the above referenced matter, together with my client's check in the amount of \$78.75 for filing same.

Also enclosed please find a self addressed, stamped envelope for your convenience in returning the filed Articles of Incorporation and Certificate of Incorporation and a certified copy to this office.

Thank you for your attention and consideration. Should you have any questions or problems with the enclosed, please do not hesitate to contact me.

Very Sincerely yours,

VII. P. Jul pe

Michael C. Huddleston

MCH/kr enclosures cc: Client



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

March 9, 2005

MICHAEL C HUDDLESTON ESQ 114 WEST RICH AVENUE DELAND, FL 32720

SUBJECT: BRANDES ENTERPRISES OF BREVARD, INC.

Ref. Number: W05000012355

We have received your document for BRANDES ENTERPRISES OF BREVARD, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The principal address must be consistent through out the articles.,

Please return the original and one copy of 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 (850) 245-6931.

Letter Number: 005A00016393

Becky McKnight Document Specialist New Filings Section

ARTICLES OF INCORPORATION

OF

BRANDES ENTERPRISES OF BREVARD, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby makes these Articles in order to form a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the Corporation shall be **BRANDES ENTERPRISES OF BREVARD, INC.**

ARTICLE II

ADDRESS

The initial Post Office address of the principal office of this corporation in the State of Florida is $1195\ 38^{\rm th}$ Avenue, Vero Beach, Florida 32960.

The directors may from time to time move the principal office to any other address in Florida.

ARTICLE III

INITIAL REGISTERED AGENT

The name and address of the initial registered agent of this corporation is **Michael C. Huddleston**, **Esquire**, 114 West Rich Avenue, DeLand, Florida 32720.

ARTICLE IV

· ...

NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is: The corporation may engage in any activity or business permitted under the laws of the State of Florida and of the United States.

ARTICLE V

CAPITAL STOCK

The total number of shares of capital stock which may be issued by this corporation is 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE VI

TERMS OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII

DIRECTORS

The corporation shall have at least one (1) director, initially. The number of directors may be increased or diminished from time to time, by By Laws adopted by the Stockholders.

ARTICLE VIII

INITIAL DIRECTORS

The names and Post Office addresses of the members of the first Board of Directors are:

Name

<u>Address</u>

David J. Brandes 1195 38th Avenue

Vero Beach, Florida 32960

Katherine L. Brandes 1195 38th Avenue

Vero Beach, Florida 32960

John Asunmaa 1195 38th Avenue

Vero Beach, Florida 32960

William J. Logan 1195 38th Avenue

Vero Beach, Florida 32960

ARTICLE IX

INCORPORATORS

The names and Post Office addresses of the Incorporators of the Articles of Incorporation are:

Name

<u>Address</u>

David J. Brandes 1195 38th Avenue

Vero Beach, Florida 32960

Katherine L. Brandes 1195 38th Avenue

Vero Beach, Florida 32960

ARTICLE X

OFFICERS

The officers of this Corporation shall be a President, Vice-President, Secretary and Treasurer and such other officers as the directors shall deem necessary. The names, titles, and addresses of the first officers of the Corporation who shall hold office subject to the provisions of these Articles of Incorporation, the By-Laws of this Corporation and the laws of the State of Florida

until their successors are elected or appointed are as follows:

President: David J. Brandes

1195 38th Avenue

Vero Beach, Florida 32960

Vice-Pres.: Katherine L. Brandes

1195 38th Avenue

Vero Beach, Florida 32960

Secretary: William J. Logan

1195 38th Avenue

Vero Beach, Florida 32960

Treasurer: John Asunmaa

1195 38th Avenue

Vero Beach, Florida 32960

ARTICLE XI

BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE XII

PRE-EMPTIVE 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 issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XIII

MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in all

meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE XIV

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 incorporator has executed these Articles of Incorporation, this 4 day of December, A.D.,

2004.

David J. Brandes

STATE OF FLORIDA

COUNTY OF INDIAN RIVER)

Katherine L. Brandes

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared David J. Brandes and Katherine L. Brandes, known to me and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed the Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the state and county aforesaid, this _____ day of December, A.D., 2004.



(SEAL)

Notacy Public, State of Florida My Commission #: DD 30297/

My Commission Expires: 3/24/08

NIKKI B. Laleski Printed Name of Notary

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act. That BRANDES ENTERPRISES OF BREVARD, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation located at 1195 38th Avenue, Vero Beach , Florida 32960 — has named Michael C. Huddleston, Esquire, 114 West Rich Avenue, DeLand, Florida 32720, 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 place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to reeping open said office.

By:

Michael C. Huddleston

(Registered Agent)

SION OF CORPORATIONS