

625799

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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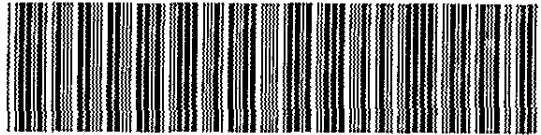
(Business Entity Name)

(Document Number)

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03/07/03--01056--010 **35.00

FILED

03 MAY -5 AM 9:25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Restated

T BROWN MAY - 5 2003

THE LAW OFFICES OF
RICHARD R. LOGSDON, P.A.

1423 S. FT. HARRISON AVE.

CLEARWATER, FL 33756

PHONE: 727.446.8249

FAX: 727.446.7593

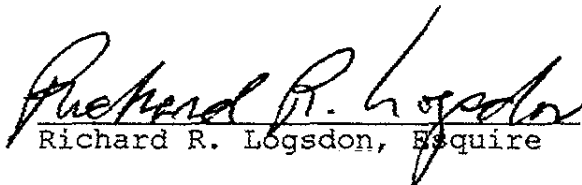
March 5, 2003

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

Dear Division of Corporations:

Enclosed herein please find the Restated Articles of Incorporation for Luna Cheese Corporation of Florida, Inc. along with our check in the amount of \$35.00 for refiling same. Please return the filed copy of the Restated Articles of Incorporation to my office. Should anything additional be required to file these Restated Articles of Incorporation for Luna Cheese Corporation of Florida, Inc. please advise me.

Very truly yours,


Richard R. Logsdon, Esquire

Enclosures

RRL/dmc



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

March 13, 2003

RICHARD R. LOGSDON, P.A.
1423 S. FT. HARRISON AVENUE
CLEARWATER, FL 33756

SUBJECT: LUNA CHEESE CORPORATION OF FLORIDA
Ref. Number: 625799

We have received your document for LUNA CHEESE CORPORATION OF FLORIDA and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

A certificate must accompany the Restated Articles of Incorporation setting forth either of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval. OR (2) If the restatement contains an amendment requiring shareholder approval, the date of adoption of the amendment and a statement setting forth the following: (a) the number of votes cast for the amendment by the shareholders was sufficient for approval (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

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 (850) 245-6869.

Teresa Brown
Document Specialist

Letter Number: 203A00015865

THE LAW OFFICES OF
RICHARD R. LOGSDON, P.A.

1423 S. FT. HARRISON AVE.
CLEARWATER, FL 33756

PHONE: 727.446.8249

FAX: 727.446.7593

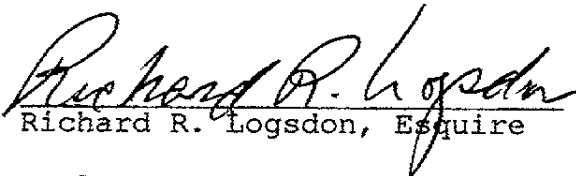
April 1, 2003

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

Dear Division of Corporations:

Pursuant to your letter to me of March 13, 2003, enclosed herein please find the Restated Articles of Incorporation of Luna Cheese Corporation of Florida, Inc. We have tried to make the changes in the articles that you have requested. Should anything further be required, please contact this office.

Very truly yours,


Richard R. Logsdon, Esquire

Enclosures

RRL/dmc

RECEIVED
03 APR -4 AM 9:25
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

April 7, 2003

RICHARD R. LOGSDON, P.A.
1423 S. FT. HARRISON AVENUE
CLEARWATER, FL 33756

SUBJECT: LUNA CHEESE CORPORATION OF FLORIDA
Ref. Number: 625799

We have received your document for LUNA CHEESE CORPORATION OF FLORIDA and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

A certificate must accompany the Restated Articles of Incorporation setting forth either of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval. OR (2) If the restatement contains an amendment requiring shareholder approval, the date of adoption of the amendment and a statement setting forth the following: (a) the number of votes cast for the amendment by the shareholders was sufficient for approval (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

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 (850) 245-6869.

Teresa Brown
Document Specialist

Letter Number: 803A00020676

THE LAW OFFICES OF
RICHARD R. LOGSDON, P.A.

1423 S. FT. HARRISON AVE.

CLEARWATER, FL 33756

PHONE: 727.446.8249

FAX: 727.446.7593

April 29, 2003

Florida Department of State
Division of Corporations
Attn: Teresa Brown
P.O. Box 6327
Tallahassee, FL 32314

Dear Ms. Brown:

Enclosed herein please find the Restated Articles of Incorporation for Luna Cheese Corporation of Florida, Inc. Please note that the word "initial" has been taken out of Article 6 regarding the registered agent and Article 7 regarding the directors. Article 12 contains the statement that the restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval. Hopefully, I have now been able to satisfy all of the requirements of the Department and the Restated Articles of Incorporation can be properly filed.

Very truly yours,


Richard R. Logsdon, Esquire

Enclosure

RRL/dmc

RESTATED ARTICLES OF INCORPORATION

OF

LUNA CHEESE CORPORATION OF FLORIDA

FILED
03 MAY -5 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

James J. Cox and Joan M. Cox, being all of the board of directors of the above named Florida corporation, pursuant to F.S. § 607.1007, hereby restate the Articles of Incorporation for Luna Cheese Corporation of Florida.

ARTICLE I - NAME AND PRINCIPAL PLACE OF BUSINESS

The name of this corporation is Luna Cheese Corporation of Florida and its principal place of business shall be located at 608 Packard Court, Safety Harbor, FL 34695.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Restated Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue ten thousand (10,000) shares of common stock at ten dollars (\$10.00) per share par value, which shall be designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation 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 VI - REGISTERED OFFICE AND AGENT

The street address of the registered office of this corporation is 608 Packard Ct., Safety Harbor, FL 34695, and the name of the registered agent of this corporation at that address is

James J. Cox.

ARTICLE VII - DIRECTORS

This corporation shall have two (2) Directors who shall serve until their successors shall be elected or appointed at a stockholders meeting. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the directors are as follows:

<u>Name</u>	<u>Address</u>
James J. Cox	608 Packard Ct., Safety Harbor, FL 34695
Joan M. Cox	608 Packard Ct., Safety Harbor, FL 34695

ARTICLE VIII - OFFICERS

The names and addresses of the officers of the corporation, who shall serve until their successors shall be elected or appointed, are:

<u>Name</u>	<u>Address</u>
President: James J. Cox	608 Packard Ct., Safety Harbor, FL 34695
Vice President:	
Secretary: Joan M. Cox	608 Packard Ct., Safety Harbor, FL 34695
Treasurer: Joan M. Cox	608 Packard Ct., Safety Harbor, FL 34695

ARTICLE IX - INCORPORATOR

The name and address of the Incorporators signing these articles are:

<u>Name</u>	<u>Address</u>
James J. Cox	608 Packard Ct., Safety Harbor, FL 34695
Joan M. Cox	608 Packard Ct., Safety Harbor, FL 37695

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his duties as an officer or director as provided in Florida Statutes § 607.0831.

ARTICLE XI - AMENDMENT

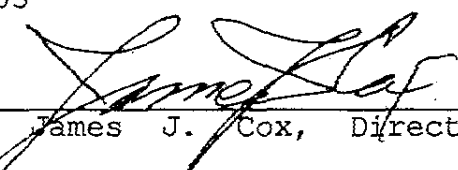
This corporation reserves the right to amend or repeal any provision contained in these Restated Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

ARTICLE XII - ACTION BY BOARD OF DIRECTORS

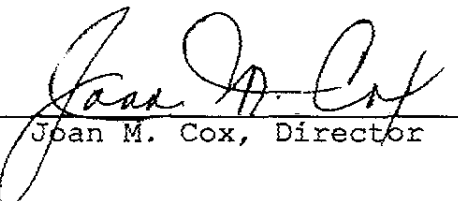
The Restatement of the Articles of Incorporation was adopted by the board of directors and does not contain any amendment requiring shareholder approval.

IN WITNESS WHEREOF, the undersigned directors have executed these Restated Articles of Incorporation on the date of signing.

Dated this 17 day of April, 2003

By: 
James J. Cox, Director

Dated this 17 day of April, 2003

By: 
Joan M. Cox, Director

**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

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

Luna Cheese Corporation of Florida desiring to organize or qualify under the laws of the State of Florida, has named James J. Cox, located at 608 Packard Ct., Safety Harbor, FL 37695, as its agent to accept service of process within Florida.

Dated this 17 day of April, 2003.

By: _____

James J. Cox, Director

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

Having been named as registered agent to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby certify to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 17 day of April, 2003.

By: _____

James J. Cox, Registered Agent