

1
The Law Offices of
**MOYLE
FLANIGAN
KATZ
RAYMOND
& SHEEHAN
P.A.**

NO10000000930
POST OFFICE BOX 3888 (ZIP 33402-3888)
625 NORTH FLAGLER DRIVE, 9TH FLOOR
WEST PALM BEACH, FLORIDA 33401-4025

TELEPHONE (561) 659-7500
FACSIMILE (561) 659-1789

OTHER OFFICE:
TALLAHASSEE

WRITER'S DIRECT LINE:
(561) 822-0325

PETER L. BRETON
JOHN R. EUBANKS, JR.
JOHN F. FLANIGAN
MARTIN V. KATZ
PAUL A. KRASKER
JON C. MOYLE
JON C. MOYLE, JR.
MARSHALL J. OSOFSKY
MARK E. RAYMOND
CATHY M. SELLERS
THOMAS A. SHEEHAN, III
ROBERT J. SNIFFEN
MARTA M. SUAREZ-MURIAS
WILTON L. WHITE
BRIAN L. WOLINETZ

OF COUNSEL:
DANIEL K. CORBETT
THOMAS A. HICKEY
WILLIAM J. PAYNE

January 17, 2001

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

300003556163--5
-01/19/01--01096--004
*****70.00 *****70.00

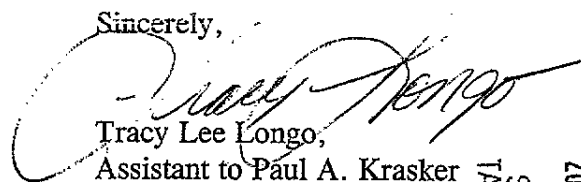
Re: Incorporation of Moonfest, Inc., a Not-For-Profit Corporation

Dear Sir/Madam:

Enclosed herewith please find an original and one copy of the Articles of Incorporation for Moonfest, Inc. along with this law firm's check in the amount of \$70.00 to cover your costs associated with filing the same. Please file the enclosed as soon as possible and forward a date stamped copy of the articles to the undersigned in the self-addressed, stamped envelope enclosed for your convenience.

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

Sincerely,


Tracy Lee Longo,
Assistant to Paul A. Krasker

/tll
Enclosures

2295-2555-2544
1001-1629
167-2555-626

G:\USERS\Longo\Corporate\Letter - Sect. of State.wpd

FILED
2001 FEB -8 PM 2:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA

2/8/01



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

FILED

2001 FEB -8 PM 2: 58

SECRETARY OF STATE
TALLAHASSEE FLORIDA

February 1, 2001

MOYLE, FLANIGAN, ET. AL.
ATTN: TRACY LEE LONGO
POST OFFICE BOX 3888
WEST PALM BEACH, FL 33402-3888

SUBJECT: MOONFEST, INC.
Ref. Number: W01000001629

We have received your document for MOONFEST, INC.. However, the document has not been filed and is being returned for the following:

You failed to make the correction(s) requested in our previous letter.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

The registered agent and street address must be consistent wherever it appears in your document.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 201A00006133



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

FILED

2001 FEB -8 PM 2: 58

SECRETARY OF STATE
TALLAHASSEE FLORIDA

January 22, 2001

MOYLE, FLANIGAN, ET. AL.
ATTN: TRACY LEE LONGO
POST OFFICE BOX 3888
WEST PALM BEACH, FL 33402-3888

SUBJECT: MOONFEST, INC.
Ref. Number: W01000001629

We have received your document for MOONFEST, INC.. However, the document has not been filed and is being returned for the following:

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

The registered agent and street address must be consistent wherever it appears in your document.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 701A00003495

REVIVE OF WEST PALM BEACH, INC.
115 South Olive Avenue
West Palm Beach, FL 33401

January 26, 2001

FILED

2001 FEB -8 PM 2:58

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

Re: Moonfest

Dear Sir/Madam:

Please let this letter serve as my written permission to allow Moonfest, Inc. to use the name Moonfest in their corporate name. The trademark Moonfest is owned by Revive of West Palm Beach, Inc. which has the same officers, directors and shareholders as the new corporation Moonfest, Inc.

If you have any questions or comments concerning the above, please do not hesitate to call my attorney, Paul A. Krasker, Esquire at 561/822-0330. Thank you.

Sincerely,

REVIVE OF WEST PALM BEACH, INC.

BY:



Rodney Mayo, President

ARTICLES OF INCORPORATION
OF
MOONFEST, INC.

FILED
2001 FEB -8 PM 2:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida Not For Profit Corporation Act, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I

Name of Corporation

The name of this Corporation shall be MOONFEST, INC. (hereinafter the "Corporation"). The principal office and mailing address of the Corporation will be 518 Clematis Street, West Palm Beach, Florida 33401, Attention: Rodney Mayo.

ARTICLE II

Purposes

The purposes for which this Corporation are organized are exclusively charitable, cultural, scientific and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any future United States Internal Revenue Law.

ARTICLE III

Prohibited Activities

No dividend shall be paid, and no part of the income of this Corporation shall be distributed to its directors, officers or committee members, except that this Corporation shall be authorized and empowered to pay reasonable compensation for legitimate expenses incurred by its directors, officers and committee members and to make payments and distributions to third parties in furtherance of the purposes set forth in Article II hereof.

No substantial part of the activities of this Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and this Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these Articles, this Corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, or any other corresponding provisions of any future United States Internal Revenue Law or (b) a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, or any other corresponding provisions of any future United States Internal Revenue Law.

ARTICLE IV

Membership

This Corporation shall have no members.

ARTICLE V

Corporate Duration

This Corporation shall have perpetual existence unless sooner dissolved by law.

ARTICLE VI

Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 625 N. Flagler Drive, West Palm Beach, Florida 33401, and the name of the initial registered agent of this Corporation located at such address is Paul A. Krasker.

ARTICLE VII

Board of Directors

This Corporation shall have three (3) Directors initially. The number of Directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than three (3). The names and addresses of the initial Directors of this Corporation, who shall serve until their successors are elected or appointed and have qualified pursuant to the Bylaws of this Corporation, are:

Maurice Coshigan

518 Clematis Street
West Palm Beach, Florida 33401

Rodney Mayo

518 Clematis Street
West Palm Beach, Florida 33401

Carrie Webb

518 Clematis Street
Palm Beach, Florida 33401

ARTICLE VIII

Bylaws

The Bylaws of this Corporation may be made, altered, amended or rescinded at any meeting of the Board of Directors of this Corporation by the affirmative vote of a majority of the Directors present at any such meeting.

ARTICLE IX

Amendment to Articles of Incorporation

These Articles of Incorporation may be amended at any meeting of the Board of Directors of this Corporation by the affirmative vote of all of the Directors.

ARTICLE X

Dissolution

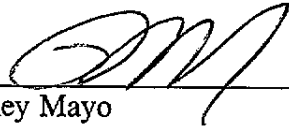
In the event of dissolution, any residual assets of this Corporation will be distributed for one or more exempt purposes or purposes specified in Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding sections of any future Internal Revenue law of the United States.

ARTICLE XI

Incorporator

The name and address of the incorporator of this Corporation is Rodney Mayo, 518 Clematis Street, West Palm Beach, Florida 33401

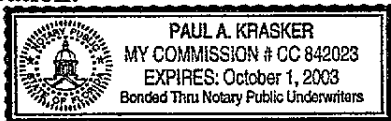
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 12 day of January, 2001.


Rodney Mayo


STATE OF FLORIDA)

COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 12th day of January, 2001, by Rodney Mayo, who is ✓ personally known to me, OR has produced as identification.



(NOTARY STAMP)


Notary Name:
Notary Public
Serial (Commission) Number
(if any)

CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED:

THAT MOONFEST, INC. DESIRING TO ORGANIZE OR QUALIFY AS A
CORPORATION NOT FOR PROFIT UNDER THE LAWS OF THE STATE OF FLORIDA,
WITH ITS INITIAL OFFICES AT 518 CLEMATIS STREET, WEST PALM
BEACH, FLORIDA 33401, HAS NAMED PAUL A. KRASKER LOCATED AT 625 N. FLAGLER DRIVE,
9TH FL, WEST PALM BEACH, FLORIDA 33401, AS ITS REGISTERED AGENT TO
ACCEPT SERVICE OF PROCESS FOR THE CORPORATION WITHIN THE STATE OF
FLORIDA.


Rodney Mayo, Incorporator

January 12, 2001

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated Corporation, at the
place designated in this Certificate, I hereby accept the responsibility to act in this capacity, and
agree to comply with the provisions of Florida Statutes relative to keeping open said office and
further accept the duties and obligations of Section 617.0503, Florida Statutes.

DATED this 12 day of January, 2001.

By: 
Paul A. Krasker, Registered Agent

FILED
2001 FEB - 8 PM 2: 58
SECRETARY OF STATE
TALLAHASSEE FLORIDA