

N06000012811

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies ☒

Certificates of Status ☐

Special Instructions to Filing Officer:

Office Use Only



000112155300

*Asst
Theris*

11/09/07--01009--002 **43.75

FILED
2007 NOV -9 PM 4:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LIVINGSTON, PATTERSON, STRICKLAND & SIEGEL, P.A.

ATTORNEYS AT LAW

46 NORTH WASHINGTON BOULEVARD, SUITE 1
SARASOTA, FLORIDA 34236

CHARLES H. LIVINGSTON
JOHN PATTERSON
JOHN M. STRICKLAND
MICHAEL E. SIEGEL
JANELLA K. LEIBOVITZ
ALISON H. HASKINS
DAVID G. BLAKE
VICKIE L. SHESLER
1953-1999

TELEPHONE
(941) 365-0550

TELECOPIER
(941) 366-0826

www.lawyers.com/lpspa

October 29, 2007

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee FL 32314

Re: Superdogs Rock, Inc. and Dragonfly Ripple, LLC

Dear Sir or Madam:

Enclosed please find the following for filing with the Department of State:

1. Articles of Organization for Dragonfly Ripple, LLC and our firm's check in the amount of \$125.00 for the filing fees.
2. Amended and Restated Articles of Incorporation of Superdogs Rock, Inc., a not for profit corporation, Certificate for Amended and Restated Articles of Incorporation of Superdogs Rock, Inc., and our firm's check in the amount of \$43.75 for the filing fees and a certified copy of same.

Please see that these documents are filed at your earliest opportunity and provide us with the appropriate certificates of filing. Thank you and let us know if you have questions regarding this contract.

Sincerely,

LIVINGSTON, PATTERSON,
STRICKLAND & SIEGEL, P.A.


Virginia T. Pitts
Professional Legal Secretary
To JOHN PATTERSON, ESQ

/gp

Enclosure

w:\superdogs rock, inc\fl dept of state 102907 ltr.doc

RECEIVED
2007 NOV -1 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 2, 2007

JOHN PATTERSON, ESQ.
LIVINGSTON, PATTERSON, STRICKLAND, ET AL
46 NORTH WASHINGTON BLVD., SUITE 1
SARASOTA, FL 34236

SUBJECT: SUPERDOGS ROCK INC.
Ref. Number: N06000012811

We have received your document for SUPERDOGS ROCK INC. and check(s) totaling \$43.75. However, your check(s) and document are being returned for the following:

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.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6905.

Thelma Lewis
Document Specialist Supervisor

Letter Number: 907A00064138

RECEIVED

NOV 07 2007

LIVINGSTON, PATTERSON,
STRICKLAND & SIEGEL, P.A.

FILED
2007 NOV -9 PM 4:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
SUPERDOGS ROCK, INC.,
a not for profit corporation**

The undersigned, acting as incorporators of a corporation, adopt the following Amended and Restated Articles of Incorporation pursuant to Chapter 617, Florida Statutes.

ARTICLE I - Name

The name of the corporation is Superdogs Rock, Inc.

ARTICLE II - Principal Office and Mailing Address

The street address of the principal office and mailing address of the corporation is 46 North Washington Boulevard, Suite 1, Sarasota, FL 34236.

ARTICLE III - Purpose

The corporation is organized exclusively for charitable, educational and scientific purposes, including, for such purposes, the making of distributions to organizations under section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, which include, but are not limited to, producing and performing musically themed entertainment with lyrics and themes that are suitable for children.

ARTICLE IV - Election of Directors

The method of election of directors shall be as stated in the bylaws.

ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 46 North Washington Boulevard, Suite 1, Sarasota, FL 34236, and the name of the initial registered agent at that address is LPS Corporate Services, Inc., a Florida corporation.

ARTICLE VI - Bylaws

The Bylaws of the Corporation are to be initially adopted by the Board of Directors and may thereafter be amended or rescinded by the Board of Directors.

ARTICLE VII - Earnings

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members (if any) trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, the corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code or corresponding section of any future federal tax code.

ARTICLE VIII - Distribution and Dissolution

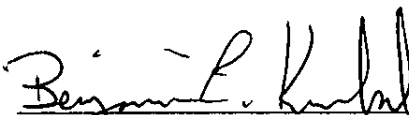
In the event of dissolution, all of the remaining assets and property of the corporation, after payment of indebtedness, and expenses necessary to the dissolution and winding up the affairs of the corporation, shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the Circuit Court having jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX - Miscellaneous

9.1 Amendment and Restatement Approval. The corporation has no members, and the only approval required of these Amended and Restated Articles of Incorporation is by the board of directors, and such approval has been given.

9.2 Historical Note. The original incorporator was Legalzoom.com, Inc. The original Articles of Incorporation were filed on December 15, 2006, and Articles of Amendment were filed on February 20, 2007. These Amended and Restated Articles of Incorporate amend and reinstate in their entirety the original Articles of Incorporation and the Articles of Amendment.

Dated: June 18, 2007

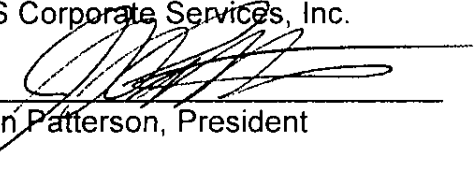

Benjamin L. Kunkel
President

ACCEPTANCE OF REGISTERED AGENT

The street address of the corporation's initial registered office is 46 North Washington Blvd., Suite 1, Sarasota, FL 342366 and the name of its initial registered agent at that address is LPS Corporate Services, Inc., a Florida corporation. Having been named as registered agent to accept service of process for this corporation at the place designated above, the undersigned states that it is familiar with and accepts obligations of the position, accepts the appointment as registered agent, and agrees to act in this capacity.

Dated: June 18, 2007

LPS Corporate Services, Inc.

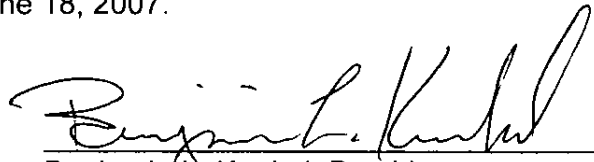
By: 
John Patterson, President

**CERTIFICATE FOR AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
SUPERDOGS ROCK, INC.**

Pursuant to the provisions of Section 617.007(3), Florida Statutes, the undersigned certifies that:

1. The name of the corporation is Superdogs Rock, Inc.;
2. The corporation has no members, and therefore amendments to the corporation's Articles of Incorporation do not require approval by members;
3. The amendments to the corporation's Articles of Incorporation set forth in the Amended and Restated Articles of Incorporation attached to this Certificate were adopted by the board of directors of the corporation on June 18, 2007.

DATED: June 18, 2007.


Benjamin L. Kunkel, President
Superdogs Rock, Inc.