

P00000058765



ACCOUNT NO. : 072100000032

REFERENCE : 733984 9891A

AUTHORIZATION

COST LIMIT : \$ 70.00

*Patricia Pyjunt*

ORDER DATE : June 16, 2000

ORDER TIME : 10:54 AM

ORDER NO. : 733984-005

CUSTOMER NO: 9891A

400003293944-5

CUSTOMER: Thomas Santoro, Esq  
THOMAS C. SANTORO, ESQ  
THOMAS C. SANTORO, ESQ  
Suite 5  
1700 Wells Road  
Orange Park, FL 32073

DOMESTIC FILING

NAME: PMS MOOD FOOD, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JUN 16 PM 2:21

RECEIVED  
00 JUN 16 PM 12:13  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

PMS MOOD FOOD, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 JUN 16 PM 2:21

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: PMS MOOD FOOD, INC.

The address of the principal office of this corporation shall be 5443 Chestnut Lake Drive, Jacksonville, FL 32258, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1700 Wells Road, Suite 5, Orange Park, Florida 32073, and the name of the initial registered agent of the corporation at that address is Thomas C. Santoro, Esquire.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

JERI J. GREENE  
Dir./Pres.

201 Arthur Moore Drive  
Green Cove Springs, FL 32043

DEBORAH ANN HINTON  
Dir/Vice-Pres./Treas.

5443 Chestnut Lake Drive  
Jacksonville, FL 32258

THOMAS C. SANTORO  
Secretary

1700 Wells Road, Suite 5  
Orange Park, FL 32073

ARTICLE VII. SPECIAL PROVISION

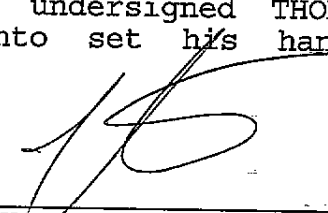
This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

THOMAS C. SANTORO, ATTORNEY AT LAW  
1700 Wells Road, Suite 5  
Orange Park, Florida 32073

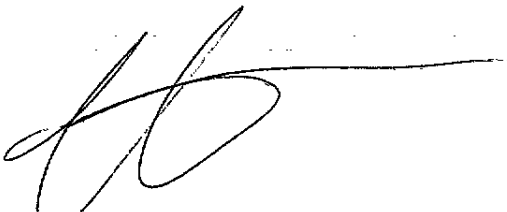
IN WITNESS WHEREOF, the undersigned THOMAS C. SANTORO, ATTORNEY AT LAW, has hereunto set his hand and seal on June 15, 2000.

  
\_\_\_\_\_  
THOMAS C. SANTORO, ESQUIRE  
Florida Bar No. 0784915  
1700 Wells Road, Suite 5  
Orange Park, Florida 32073  
(904) 278-8713

ASSIGNMENT BY THE SOLE INCORPORATOR  
OF THE ARTICLES OF INCORPORATION OF  
PMS MOOD FOOD, INC.

THOMAS C. SANTORO, ATTORNEY AT LAW, as sole incorporator, for value received hereby assigns any and all rights it may have as such incorporator to the following: JERI J. GREENE, DEBORAH ANN HINTON and THOMAS C. SANTORO.

Dated: June 15, 2000



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THOMAS C. SANTORO, ESQUIRE  
Florida Bar No. 0784915  
1700 Wells Road, Suite 5  
Orange Park, Florida 32073  
(904)278-8713

**CERTIFICATE OF DESIGNATION OF**

**REGISTERED AGENT/REGISTERED OFFICE**

00 JUN 16 PM 2:21


PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: PMS MOOD FOOD, INC.
2. The name and address of the registered agent and office is: \_\_\_\_\_

THOMAS C. SANTORO, ATTORNEY AT LAW  
1700 WELLS ROAD, SUITE 5  
ORANGE PARK, FLORIDA 32073  
(904) 278-8713

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree 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 15th day of June, 2000.

  
\_\_\_\_\_  
THOMAS C. SANTORO, ESQUIRE