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ROBERTS & LAW, P.A.

ATTORNEYS AT LAW  
POST OFFICE BOX 57  
250 S. MAIN AVENUE  
GROVELAND, FLORIDA 34736

TELEPHONE NUMBER: (352) 429-2183  
FAX NUMBER: (352) 429-3035

ARTHUR E. ROBERTS  
(1929-1997)

July 26, 2000

JULIA R. LAW

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

Re: Cookies by Lisa, Inc.

400003340524--8  
-07/31/00--01110--001  
\*\*\*\*\*122.50 \*\*\*\*\*78.75

Gentlemen:

Relative to the subject new corporation, enclosed please find the original and one copy of the articles of incorporation, which I would appreciate your filing and returning the copy to me certified.

Also enclosed is my trust account check in the amount of \$122.50, representing the \$35.00 filing fee, \$52.50 for certified copy, and \$35.00 for registered agent fee.

Thanking you for your assistance in this matter, I remain

Sincerely,

*Julia R. Law*  
(BS)

JULIA R. LAW

JRL/bs

Enclosures

FILED  
00 AUG 16 AM 7:52  
TALLAHASSEE, FLORIDA

T. Burch AUG 17 2000



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

August 3, 2000

ROBERT & LAW, PA.  
ATTN: JULIA R. LAW  
PO BOX 57  
GROVELAND, FL 34736

SUBJECT: COOKIES BY LISA, INC.  
Ref. Number: W00000019233

We have received your document for COOKIES BY LISA, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 487-6928.

Tim Burch  
Document Specialist

Letter Number: 800A00042051

**ARTICLES OF INCORPORATION**

**OF**

**COOKIES BY LISA, INC.**

FILED  
00 AUG 16 AM 7:52  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, natural persons competent to contract, hereby sets forth his intention to form a corporation under the laws of the State of Florida.

**ARTICLE I**

The name of this corporation is COOKIES BY LISA, INC.

**ARTICLE II**

This corporation shall exist perpetually.

**ARTICLE III**

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

**ARTICLE IV**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

**ARTICLE V**

The registered office of this corporation in the State of Florida is 11513 Lake Katherine Circle, Clermont, Florida 34711. The Registered Agent for this corporation at this address is LISA J. SMOLOWITZ. The Board of Directors may from time to time move the registered office to any other address in Florida.

ARTICLE VI

The corporation shall have one director initially, whose name and address is LISA J. SMOLOWITZ, 11513 Lake Katherine Circle, Clermont, Florida 34711.

ARTICLE VII

The name and address of the incorporator of this corporation is LISA J. SMOLOWITZ, 11513 Lake Katherine Circle, Clermont, Florida 34711.

ARTICLE VIII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a three-quarters majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE IX

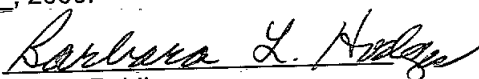
Shares of stock in this corporation may be transferred only as provided in the By-Laws of the corporation existing and in force at the time such transfer is desired.

  
LISA J. SMOLOWITZ

STATE OF FLORIDA  
COUNTY OF LAKE

I HEREBY CERTIFY THAT ON THIS DAY BEFORE ME, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared LISA J. SMOLOWITZ, who produced FL. D.L. #5543-530-61-701-0, as identification, who is the incorporator in the foregoing Articles of Incorporation, and acknowledged that she subscribed to these Articles of Incorporation

WITNESS my hand and seal in the County and State named above this 24<sup>th</sup> day of July, 2000.

  
Notary Public



Barbara L. Hodges  
MY COMMISSION # CC657271 EXPIRES  
October 10, 2001  
BONDED THRU TROY FAIR INSURANCE, INC.

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/ REGISTERED OFFICE**

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 AGENT/REGISTERED OFFICE, IN THE STATE  
OF FLORIDA.

1. The name of the corporation is COOKIES BY LISA, INC.
2. The name and address of the registered agent and office is LISA J.

SMOLOWITZ, 670 Montrose Street, Clermont, Florida 34711. 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.

  
\_\_\_\_\_  
LISA J. SMOLOWITZ, Registered Agent

Date: 7/24/00

STATE OF FLORIDA  
DEPARTMENT OF STATE

00 AUG 16 AM 7:52

DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDACERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED AND NAMES AND ADDRESSES OF THE OFFICERS  
AND DIRECTORS.

The following is submitted, in compliance with Chapter 607.034, Florida Statutes:

COOKIES BY LISA, INC., a corporation organized (or organizing) under the laws of the State of Florida, with its principal office at 670 Montrose Street, Clermont, County of Lake, State of Florida, has named LISA J. SMOLOWITZ, located at 11513 Lake Katherine Circle, Clermont, Florida, as its agent to accept service of process within this state.

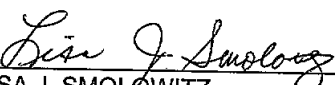
## OFFICERS:

Name	Title	Specific Address
LISA J. SMOLOWITZ	President/Secretary/ Treasurer	11513 Lake Katherine Circle Clermont, FL 34711
RICHARD A. SMOLOWITZ	Vice President	11513 Lake Katherine Circle Clermont, FL 34711

## DIRECTORS:


Name	Specific Address
LISA J. SMOLOWITZ	11513 Lake Katherine Circle Clermont, FL 34711

BY:

  
LISA J. SMOLOWITZ  
Corporate Officer

## ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by law.

  
LISA J. SMOLOWITZ  
Registered Agent