

Division of Corporations

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Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850) 922-4001

From:

Account Name : HAMRICK, PERREY, QUINLAN & SMITH, P.A.  
Account Number : I19990000030  
Phone : (941) 747-1871  
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EFFICIENT  
9-12-00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 SEP 13 AM 11:19

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FLORIDA PROFIT CORPORATION OR P.A.

TRUFFLES & TREASURES, INC.

Certificate of Status	1
Certified Copy	1
Page Count	05
Estimated Charge	\$87.50

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**ARTICLES OF INCORPORATION**

The undersigned, **SHIRLEY A. TULLIO, MICHELE I. CHAMBERS AND MARIA V. CALLAHAN**, desires to become a body corporate and, as incorporators, do hereby make and file these Articles of Incorporation for a proposed corporation pursuant to the laws of Florida, and to that end hereby declare and affirm:

**ARTICLE I**

The name of this corporation shall be:

**TRUFFLES & TREASURES, INC.**

**ARTICLE II**

This corporation shall exist perpetually unless sooner dissolved as authorized by law, and said corporation shall commence its existence on the date of subscription and acknowledgment of these Articles, as hereinafter set forth, if these Articles are filed with the Department of State within five (5) days exclusive of legal holidays, after such date. If these Articles are not so filed, this corporation shall commence existence upon the filing hereof with the Department of State.

**ARTICLE III**

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**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 with a par value of \$5.00 per share. The consideration to be paid for each share shall be fixed by the Board of Directors. The authorized shares of this corporation shall consist of one class of common stock only.

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Effective Date  
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#### ARTICLE V

The holders of the common shares of this corporation shall have pre-emptive rights to purchase any shares of the corporation hereafter issued or sold by the corporation, rateably according to their respective holdings, and such pre-emptive rights shall likewise extend to any securities exchangeable for or convertible into such shares or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares. Any shares offered to shareholders under their pre-emptive rights, and not purchased, shall again be offered to those shareholders who have exercised their pre-emptive rights, in proportion to their holdings. After one such reoffering, the corporation may sell any shares still unsold in any other manner permitted by these Articles. The price of any such shares or other instruments to which such pre-emptive rights are applicable shall be at the price such shares or other instruments are offered to others, which price may be in excess of par.

#### ARTICLE VI

The street address of this corporation's principal office, and the initial registered office of the corporation, is 421 Old Main Street, Bradenton, Florida. The mailing address of the corporation is 421 Old Main Street, Bradenton, Florida 34205. The name of this corporation's initial registered agent at such address is **MICHELE I. CHAMBERS**. The registered office and registered agent may be changed from time-to-time by the Board of Directors as authorized by law.

#### ARTICLE VII

The number of Directors constituting the initial Board of Directors shall be three. The Board of Directors shall consist of not less than one nor more than seven members, and the number of members of the Board of Directors may be fixed from time-to-time by the bylaws of the

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corporation, but until so fixed shall consist of three persons. The names and addresses of the members of the initial Board of Directors are as follows:

**SHIRLEY A. TULLIO**  
6914 Arbor Oaks Court  
Bradenton, FL 34209

**MICHELE I. CHAMBERS**  
317 Scott Avenue  
Sarasota, FL 34243

**MARIA V. CALLAHAN**  
852 - 49<sup>th</sup> Street Court West  
Bradenton, FL 34209

**ARTICLE VIII**

The names and addresses of the incorporators are as follows:

**SHIRLEY A. TULLIO**  
6914 Arbor Oaks Court  
Bradenton, FL 34209

**MICHELE I. CHAMBERS**  
317 Scott Avenue  
Sarasota, FL 34243

**MARIA V. CALLAHAN**  
852 - 49<sup>th</sup> Street Court West  
Bradenton, FL 34209

IN WITNESS WHEREOF, the undersigned, being the original incorporators of this corporation, do certify that each of them is of full age, is competent to contract and is a citizen of the United States of America. For the purpose of forming the proposed corporation above-named to do business both within and without the State of Florida, and in pursuance of the Florida Business Corporation Act, we do make and file this agreement, hereby declaring and certifying that

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the matters above stated are true, and accordingly we have hereunto set our hands and seals this  
12th day of September, 2000.

Shirley A. Tullio (SEAL)  
SHIRLEY A. TULLIO

Michele I. Chambers (SEAL)  
MICHELE I. CHAMBERS

Maria V. Callahan (SEAL)  
MARIA V. CALLAHAN

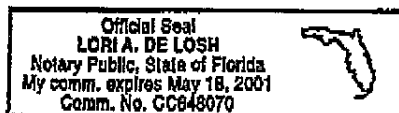
STATE OF FLORIDA  
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 12<sup>th</sup> day of September, 2000, by  
SHIRLEY A. TULLIO, MICHELE I. CHAMBERS and MARIA V. CALLAHAN, who

- ☐ are personally known to me; or  
☒ produced a driver's licenses issued by the Florida Department of Highway  
Safety and Motor Vehicles as identification; or  
☐ produced the following identification: \_\_\_\_\_,  
\_\_\_\_\_, and \_\_\_\_\_, respectively

and they ☐ did ☐ did not take an oath.

(Affix Notary Seal)



Signature:

Lorie A. DeLosh

NOTARY PUBLIC, State of Florida at Large

Typed name: \_\_\_\_\_

My Commission Expires: \_\_\_\_\_

My Commission No.: \_\_\_\_\_

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**ACCEPTANCE OF REGISTERED AGENT**

I HEREBY CERTIFY that I am familiar with and accept the duties and responsibilities as  
registered agent for TRUFFLES & TREASURES, INC., a Florida corporation.

Michele L. Chambers  
MICHELE L. CHAMBERS

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