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TRANSMITTAL LETTER

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

FILED
00 SEP 11 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: THE SMOOTHIE GROUP, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

8000003388048--7
-09/11/00--01085--007
*****87.50 *****87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: The Smoothie Group, Inc., c/o Thomas M. Fitzgibbons
Name (Printed or typed)

22 S. Tuttle Avenue, Suite 4
Address

Sarasota, Florida 34237
City, State & Zip

941/953-5697
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

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9/13

**ARTICLES OF INCORPORATION
OF
THE SMOOTHIE GROUP, INC.**

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ARTICLE I. CORPORATE NAME.

The name of this corporation is: **THE SMOOTHIE GROUP, INC.**

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all businesses permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 7,000 shares of common stock having par value of \$1.00 per share.

ARTICLE IV. PRINCIPAL OFFICE

The principal office and mailing address of **THE SMOOTHIE GROUP, INC.** shall be:

449 East Lake Drive
Sarasota, Florida 34232

ARTICLE V. TERM OF EXISTENCE.

This Corporation shall have perpetual existence.

ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this

Corporation in the State shall be:

Thomas M. Fitzgibbons
22 S. Tuttle Ave., Suite 4
Sarasota, Florida 34237

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VII. BOARD OF DIRECTORS.

This Corporation shall have four directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII. INITIAL DIRECTORS.

The names of the initial directors of this Corporation and street address are:

Brian D. Dotson
449 East Lake Drive
Sarasota, Florida 34232

Jennifer A. Dotson
449 East Lake Drive
Sarasota, Florida 34232

JoAnn M. Runkle
449 East Lake Drive
Sarasota, Florida 34232

Michael G. Mikula
449 East Lake Drive
Sarasota, Florida 34232

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until successors are elected or appointed and qualified, whichever occurs first.

ARTICLE IX. INCORPORATION.

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

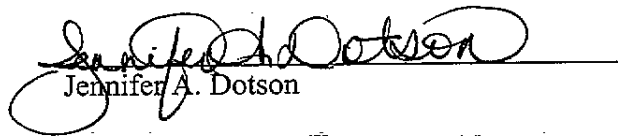
Jennifer A. Dotson
449 East Lake Drive
Sarasota, Florida 34232

ARTICLE X. AMENDMENT.

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 stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, Jennifer A. Dotson, as Incorporator, has executed the foregoing Articles of Incorporation on the 6th day of September, 2000.


Jennifer A. Dotson

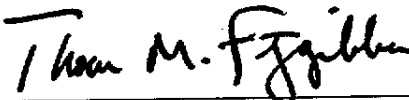
CERTIFICATE OF ACCEPTANCE OF DESIGNATION
AS REGISTERED AGENT

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TALLAHASSEE, FLORIDA

The undersigned, **Thomas M. Fitzgibbons**, having been named as Registered Agent to accept service of process for **THE SMOOTHIE GROUP, INC.** at the place designated in this certificate, hereby states that he is familiar with and accepts the appointment as Registered Agent and agrees to act in this capacity.

Registered Agent: **THOMAS M. FITZGIBBONS**
Registered Office: 22 South Tuttle Avenue
Suite 4
Sarasota, Florida 34237

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 6th day of
September, 2000.



Thomas M. Fitzgibbons