

PO1000037008



ACCOUNT NO. : 072100000032

REFERENCE : 099280 7112174

AUTHORIZATION :

Patricia Regis

COST LIMIT : \$ 70.00

ORDER DATE : March 30, 2001

ORDER TIME : 10:37 AM

ORDER NO. : 099280-005

CUSTOMER NO: 7112174

300003993163--6

CUSTOMER: Ms. Barbara Nolan
Aftco Associates

600 Houze Way, Suite 12-d

Roswell, GA 30076

DOMESTIC FILING

NAME: MELLOW OUT, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis - EXT. 1165

EXAMINER'S INITIALS:

FILED
2001 APR 11 PM 4:27
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RECEIVED
01 APR 11 PM 4:02
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE FLORIDA

FILED

2001 APR 11 PM 4:27

ARTICLES OF INCORPORATION
OF

SECRETARY OF STATE
TALLAHASSEE FLORIDA

MELLOW OUT, INC.

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:

MELLOW OUT, INC.

The address of the principal office of this corporation shall be 600 Houze Way, Suite 12-D, Roswell, Georgia 30076, 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 1,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 32 St. Augustine Boulevard, St. Augustine, Florida 32080, and the name of the initial registered agent of the corporation at that address is Kurt R. George.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors is:

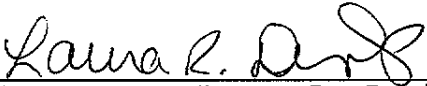
Kurt R. George	32 St. Augustine Boulevard
Dir.	St. Augustine, Florida 32080

ARTICLE VII. INCORPORATOR

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

Corporation Service Company
2711 Centerville Road Suite 400
Wilmington, Delaware 19808

The undersigned incorporator has executed these
Articles of Incorporation on April 11, 2001.



Its Agent, Laura R. Dunlap

FILED

2001 APR 11 PM 4:27

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

Kurt R. George, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

MELLOW OUT, INC.

Kurt R. George is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 

Typed Name: Kurt R. George

jkg