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SECRETARY OF STATE TALLAHASSEE, FLORIDA

## Florida Department of State

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To:

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From:

Account Name : GARY M. BERKSON, P.A.

Account Number : I20000000003 Phone : (407)644-2216 Fax Number : (407)644-2194

## FLORIDA PROFIT CORPORATION OR P.A.

MOONRAKER MANAGEMENT, INC.

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# ARTICLES OF INCORPORATION SECRETARY OF STATE TALLAHASSEE, FLORIDA

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## MOONRAKER MANAGEMENT, INC.

#### <u>ARTICLE I</u>

Name and Mailing Address. The name of the Corporation is MOONRAKER MANAGEMENT, INC. (the "Corporation"). The street address of the principal office of the Corporation is Suite 127, 2431 Aloma Avenue, Winter Park, FL 32792, and its mailing address is Post Office Box 5923, Winter Park, FL 32793.

#### ARTICLE II

<u>Business and Activities.</u> The Corporation may, and is authorized to, engage in any and all business permitted under the laws of the United States and of the State of Florida.

#### ARTICLE III

<u>Capital Stock.</u> The maximum number of shares of stock that the 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, with the consideration to be paid for each share to be in money, property or services, as may be fixed by the Board of Directors.

#### ARTICLE IV

Term of Existence. The Corporation shall have perpetual existence.

#### ARTICLE V

<u>Initial Registered Office and Agent.</u> The street address of the initial registered office of the Corporation is 1132 Symonds Avenue, Winter Park, FL 32789 and the name of the initial registered agent of the Corporation at that address is GARY M. BERKSON.

#### ARTICLE VI

<u>Number of Directors</u>. The Board of Directors of the Corporation shall consist of one or more directors, the exact number of which shall be the number of directors from time to time fixed by the Board of Directors or the shareholders in accordance with the Bylaws of the Corporation. Directors,

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as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at an annual or special meeting. The directors may authorize and require the payment of the reasonable expenses incurred by directors in attending meetings of the directors. Nothing in this Article shall be construed to preclude a director from serving the Corporation in any other capacity and receiving compensation therefor.

#### ARTICLE VII

<u>Initial Board of Directors</u>. The name and street address of each member of the Corporation's first Board of Directors are as follows:

Name

<u>Address</u>

JEFF HAZELL

Suite 127

2431 Aloma Avenue Winter Park, FL 32792

#### ARTICLE VIII

<u>Incorporator</u>. The name and street address of each incorporator to these Articles of Incorporation are as follows:

Name

Address

GARY M. BERKSON

1132 Symonds Avenue Winter Park, FL 32789

#### ARTICLE IX

<u>Lost or Destroyed Certificates</u>. Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the Bylaws of the Corporation.

#### **ARTICLE X**

Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

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IN WITNESS WHEREOF, the undersigned does set his hand and seal and has acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 31st day of July, 2001

STATE OF FLORIDA COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared GARY M. BERKSON, to me personally known to be the person described in and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 31st day of July, 2001.

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## CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

#### MOONRAKER MANAGEMENT, INC.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

1. MOONRAKER MANAGEMENT DESIGNS, INC., desiring to organize under and in accordance with laws of the State of Florida with its registered office, as indicated in the Articles of Incorporation, at 1132 Symonds Avenue, Florida 32789, has named GARY M. BERKSON whose business office is located at 1132 Symonds Avenue, Winter Park, County of Orange, State of Florida, its Registered Agent to accept service of process within this State.

#### ACKNOWLEDGMENT:

Having been designated as the Registered Agent and to accept service of process for MOONRAKER MANAGEMENT, INC., I hereby accept the designation and agree to act as the Registered Agent of said Corporation. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of such duties as Registered Agent, and I am familiar with and accept the obligations of such position.

Dated: July 31, 2001.