

P04000088146

— Fischer —
— 625 Senderlip Dr —
— Indian Lake, FL —
— 32903 —

(City/State/Zip/Phone #)

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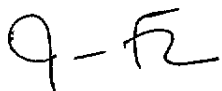
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Subject: Incorporation for Profit – Bright Foundations, Inc.

To Whom It May Concern:

Enclosed you will find the original and a copy of the Articles of Incorporation for Bright Foundations, Inc. Also enclosed is a check for the filing fee made payable to the Secretary of State for seventy dollars (\$70.00). If there are any questions or further information needed, please contact me at the number below.

Sincerely,

A handwritten signature in black ink, appearing to read "J-F", is written above the typed name.

Joanne Fischer
(321) 795-3358



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

May 28, 2004

JOANNE EMERSON FISHER
625 SANDERLING DR
INDIALANTIC, FL 32903

SUBJECT: BRIGHT FOUNDATIONS, INC.
Ref. Number: W04000020893

We have received your document for BRIGHT FOUNDATIONS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 245-6928.

Tim Burch
Document Specialist
New Filings Section

Letter Number: 104A00037446

**ARTICLES OF INCORPORATION OF
BRIGHT FOUNDATIONS OF SATELLITE BEACH, INC.**

In compliance with the requirements of Florida Statutes, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is Bright Foundations of Satellite Beach, Inc.

ARTICLE II

Existence of the corporation will begin when the Articles of Incorporation have been filed.

ARTICLE III

The maximum number of shares this Corporation is authorized to issue is one hundred (100) shares, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

ARTICLE IV

The principal place of business of the Corporation is 1024 Hwy A1A, Suite 150, Satellite Beach, Florida, 32937 and the Corporation's mailing address is 625 Sanderling Dr., Indialantic, Florida, 32903. The initial registered agent for the Corporation is Joanne Emerson Fischer and the initial registered agent's residential address is 625 Sanderling Dr., Indialantic, Florida, 32903.

ARTICLE V

The initial board of directors shall consist of one member. The name and address of the person who will serve on the initial board of directors is Joanne Emerson Fischer of 625 Sanderling Dr., Indialantic, Florida 32903.

ARTICLE VI

The name and address of the person signing these Articles of Incorporation is Joanne Emerson Fischer of 625 Sanderling Dr., Indialantic, Florida 32903.

ARTICLE VII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE VIII

The corporation through its directors and shareholders reserve the right to file a Subchapter S election with the Internal Revenue Service.

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INDIALANTIC, FLORIDA

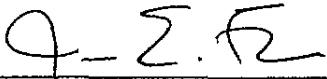
IN WITNESS WHEREOF, the undersigned director has executed these Articles of Incorporation on this 4th day of June 2004.


Joanne Emerson Fischer - Incorporator/Director

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for Bright Foundations of Satellite Beach, Inc. at the place designated in the Articles of Incorporation, 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.

Signed this 4th day of June 2004.


Joanne Emerson Fischer - Registered Agent