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CORPORATION SERVICE COMPANY ACCOUNT NO. : 072100000032 REFERENCE: 822794 AUTHORIZATION : COST LIMIT : ORDER DATE: January 20, 2006 ORDER TIME : 9:43 AM ORDER NO. : 822794-005 CUSTOMER NO: 9955A DOMESTIC FILING KNOCK ON WOOD, INC. EFFECTIVE DATE: XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP ARTICLES OF ORGANIZATION PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: XX CERTIFIED COPY \_\_\_\_ PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING CONTACT PERSON: Susie Knight - EXT. 2956 EXAMINER'S INITIALS:

#### ARTICLES OF INCORPORATION

 $\mathbf{of}$ 

# KNOCK ON WOOD, INC.

The undersigned incorporators of these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

# ARTICLE I. NAME

The name of this corporation is:

KNOCK ON WOOD, INC.

The general nature of the business to be transacted by this corporation is to operate a retail specialty shop business; and to engage in every and any aspect and phase of any and every lawful business, including, but not limited to, the following activities:

ARTICLE II. NATURE OF BUSINESS

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida and in all other states and countries.

To loan money, to contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payments of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and whole owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

#### ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have

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outstanding at any one time is: 100 shares of common stock with a no par value. The consideration to be paid for each share shall be fixed by the Board of Directors. There shall be no other class of stock. The incorporators may, by contract, restrict the alienability of this stock. An endorsement shall be made upon each certificate of stock indicating the existence of such contract.

# ARTICLE IV. TERM OF EXISTENCE

This corporation is to exist perpetually.

### ARTICLE V. ADDRESS

The street and mailing address of the initial principal office of this corporation in the State of Florida is 28 Cuna Street, St. Augustine, FL 32084. The Board of Directors may, from time to time, move the principal office or mailing address to any other addresses in Florida.

#### ARTICLE VI. DIRECTORS

The corporation shall have two (2) director(s) initially. The number of directors may be increased or decreased from time to time, by By-Laws adopted by the stockholders.

### ARTICLE VII. INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors are:

Name
Address

MarraJose Chambers

22 Royal Leaf Lane
Palm Coast, FL 32164

Monique Nembri Smock

188 Black Hickory Way

Ormond Beach, FL 32174

### ARTICLE VIII. INCORPORATORS

The name and post office address of each incorporator of these Articles of Incorporation is:

Name Address

William J. Bosch 4 Old Kings Road North

Suite B

Palm Coast, FL 32137

# ARTICLE IX. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

## ARTICLE X. REGISTERED AGENT AND OFFICE

The registered agent and office for this corporation shall be William J. Bosch, Esquire, 4 Old Kings Road North, Suite B, Palm Coast, Florida 32137, to accept service of process within this State as to this corporation. The Registered Agent and office of the Corporation may be changed by the Corporation at anytime in accordance with the provisions of Florida Jaw.

WILLIAM J. BOSCH, Incorporator

# CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48,091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST: THAT KNOCK ON WOOD, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT 28 CUNA STREET, ST. AUGUSTINE, FLORIDA, 32084, HAS NAMED WILLIAM J. BOSCH, ESQUIRE, 4 OLD KINGS ROAD NORTH, SUITE B, PALM COAST, STATE OF FLORIDA, 32137 AS ITS REGISTERED AGENT AND OFFICER TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

DATE: , 19 , 2006

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

REGISTERED AGENT