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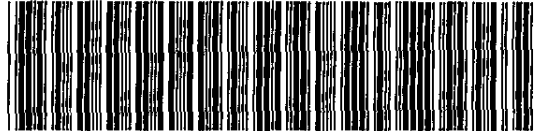
(Business Entity Name)

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DIVISION OF CORPORATIONS

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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 956383 7346391

AUTHORIZATION : *[Signature]*

COST LIMIT : \$ 70.00

ORDER DATE : March 31, 2006

ORDER TIME : 11:55 AM

ORDER NO. : 956383-005

CUSTOMER NO: 7346391

DOMESTIC FILING

NAME: SUGAR, SPICE & THREADS  
CORPORATION

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: Debbie Skipper - EXT. 2948

EXAMINER'S INITIALS: \_\_\_\_\_

ARTICLES OF INCORPORATION  
OF

SUGAR, SPICE & THREADS CORPORATION

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:

SUGAR, SPICE & THREADS CORPORATION

The address of the principal office of this corporation shall be 203 Maine Avenue, Panama City, Florida 32401, 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 100 shares of common stock having \$1.00 par value per share.

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ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 203 Maine Avenue, Panama City, Florida 32401, and the name of the initial registered agent of the corporation at that address is Tanis B. Knight.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have two officers and one director, initially. The names and street addresses of the initial officers and director who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Tanis B. Knight	203 Maine Avenue
President/Director	Panama City, Florida 32401
Stephen D. Knight	203 Maine Avenue
Vice-President	Panama City, Florida 32401

ARTICLE VII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE VIII. INCORPORATOR

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

Tanis B. Knight  
203 Maine Avenue  
Panama City, Florida 32401

IN WITNESS WHEREOF, the undersigned has hereunto set their hand.

By: Tanis B. Knight  
Tanis B. Knight

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Tanis B. Knight, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: Tanis B. Knight  
Tanis B. Knight

dew

06 MAR 31 PM 12:10  
TANIS B. KNIGHT  
PANAMA CITY, FLORIDA