

P07000129105

Dec 07 4:24pm From: BARNES WALKER 941-741-8225 -071 P07000129105

Florida Department of State

Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION

HOLIPOP, INC.

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**ARTICLES OF INCORPORATION
OF
HOLIPOP, INC.**

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The undersigned Incorporator(s) subscribing to these Articles of Incorporation, being competent to contract, hereby form(s) a Corporation under the Laws of the State of Florida.

ARTICLE I

The name of this Corporation shall be: HOLIPOP, INC., and its initial mailing address shall be: 1273 TALLEVAST ROAD, SARASOTA, FLORIDA 34243. The initial address of the Corporation's principal office shall be: 1273 TALLEVAST ROAD, SARASOTA, FLORIDA 34243.

ARTICLE II

The purpose of this Corporation is to engage in any and all business not prohibited by the Laws of the State of Florida.

This Corporation shall have all powers given corporations under the Laws of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time shall be ONE THOUSAND (1000) shares of common stock having a par value of One Dollar (\$1.00).

ARTICLE IV

This Corporation is to exist perpetually.

ARTICLE V

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The name of the initial Registered Agent is GARRET T. BARNES, ESQUIRE, and the street address of the initial registered office of this Corporation is BARNES WALKER CHARTERED, 3119 MANATEE AVENUE WEST, BRADENTON, FLORIDA 34205. The Board of Directors may from time to time move the registered office to any other address in Florida.

ARTICLE VI

The name and address of each Incorporator of this Corporation is:

Michael J. Vanderpool, 3159 Village Green Drive, Sarasota, Florida 34239

David N. Grego, 540 Sombrero Beach Road, Marathon, Florida 33050

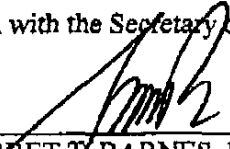
Paul J. Bedgio, 11215 Marigold Drive, Bradenton, Florida 34202

ARTICLE VII

These Articles of Incorporation may be amended only by a majority vote of all the Directors, which votes shall be taken at an annual meeting or at a special meeting if notice of the proposed amendment is contained in the notice of such special meeting.

ARTICLE VIII

Pursuant to the provisions of Chapter 607, Florida Statutes, this Corporation shall begin in existence upon filing of these Articles of Incorporation with the Secretary of State.


GARRET T. BARNES, ESQ., as Attorney
in fact for Michael J. Vanderpool, David N.
Grego, Paul J. Bedgio, Incorporators

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Dec-04-07 04:25pm From-BARNES WALKER

941-741-8225

T-071 P.04/04 F-835

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I hereby accept designation as Registered Agent of the above-named corporation, and I am familiar with and accept the obligations of the position.


GARRET T. BARNES, Registered Agent

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