

P5000-8827

KINGSLEY & KINGSLEY

ATTORNEYS AND COUNSELLORS AT LAW

SUITE 203

8551 WEST SUNRISE BOULEVARD
PLANTATION, FLORIDA 33322-4013

DAVID J. KINGSLEY*
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*ALSO MEMBER WASHINGTON, D.C.
& MARYLAND BARS

TELEPHONE
(305) 474-5800
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(305) 474-5862

May 11, 1995

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***122.50 ***122.50

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

RE: The Galleria Cookie Co., Inc.

To Whom it May Concern:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-referenced corporation. Please file the original Articles and return a certified copy to our office in the envelope provided.

Enclosed herewith please find a check in the amount of \$122.50, as follows:

Filing Fee	35.00
Reg. Agent Fee	35.00
Certified Copy	<u>52.50</u>

TOTAL \$122.50

Thank you for your cooperation.

Very truly yours,

KINGSLEY & KINGSLEY

By David J. Kingsley, Jr.
David J. Kingsley

DJK/la

Enclosures

5/15/95
7A

ARTICLES OF INCORPORATION
OF
THE GALLERIA COOKIE CO., INC.

ARTICLE I

NAME

The name of this corporation is The Galleria Cookie Co., Inc.

ARTICLE II

DURATION

This corporation shall have perpetual existence.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of selling cookies and the transacting of any and all lawful business.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of common stock.

ARTICLE V

PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance

RECORDED
JUN 15 AM 7:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

of fractional shares) at the price at which it is offered to others.

ARTICLE VI

INITIAL CORPORATE MAILING ADDRESS

The street address and the initial corporate mailing address is 3056 South State Road 7, Suite 48, Miramar, Florida, 33023.

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3056 South State Road 7, Suite 48, Miramar, Florida, 33023, and the name of the initial Registered Agent of this corporation at that address is Charles Philipp.

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

This corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time by the By-laws, but shall never be less than one. The name and address of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Charles Philipp	3056 So. State Road 7 #48 Miramar, Florida 33023
Steven R. Press	3056 So. State Road 7 #48 Miramar, Florida 33023
Gary Clowser	3056 So. State Road 7 #48 Miramar, Florida 33023

ARTICLE IX

INCORPORATOR

The name and address of the person signing these

Articles 1st: Charles Philipp, 3056 So. State Road 7, Suite 48,
Miramar, Florida, 33023.

ARTICLE X

INDEMNIFICATION

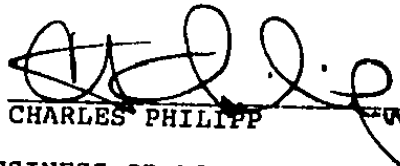
The corporation shall indemnify any Officer or
Director, or any former Officer or Director, to the full extent
permitted by law.

ARTICLE XI

AMENDMENT

This corporation reserves the right to amend or repeal
any provision contained in these Articles of Incorporation, or
any amendment hereto, and any right conferred upon the
shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has
executed these Articles of Incorporation this 10th day of May,
1995.


CHARLES PHILIPP


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

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:
FIRST: That The Galleria Cookie Co., Inc., desiring to organize
under the laws of the State of Florida with its principal office,
as indicated in the Articles of Incorporation at the City of
Miramar, County of Broward, State of Florida, has named Charles
Philipp, 3056 So. State Road 7, Miramar, Florida, 33023, County
of Broward, State of Florida, as its agent to accept service of

process within this state.

ACKNOWLEDGEMENT:

Having been named as Registered Agent to accept service of process for the above stated corporation, at the place designated in this certificate, I heroby agree to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


CHARLES PHILIPP

STATE OF FLORIDA)
) ss.
COUNTY OF BROWARD)

BEFORE ME, a Notary Public, authorized to take acknowledgements in the State and County set forth above, personally appeared Charles Philipp known to me and known by me to be the person who executed the foregoing Articles of Incorporation, who presented his Florida Drivers license as identification, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 10th day of May, 1995.



Notary Public
State of Florida at Large

My Commission Expires:



LISA APREA
MY COMMISSION # CC 243519 EXPIRES
December 2, 1998
BONDED THRU TROY FARM INSURANCE, INC.

P95000038827



We Make Life Bearable

Bears Etc.

3056 S. State Road 7
Suite 48
Miramar, FL 33023

Charles Philipp

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. 954-964-3814
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input checked="" type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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*****35.00 *****35.00

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
97 JUN 23 9:10

JUN 26 1997

Examiner's Initials

ARTICLES OF DISSOLUTION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
97 JUN 23 AM 9:10

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: THE GALLERIA COOKIE
CO. INC.

SECOND: The date dissolution was authorized: 12/30/96

THIRD: Adoption of Dissolution (CHECK ONE)

☒ Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

☐ Dissolution was approved by vote of the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

ALL Shareholders of the Corporation
(voting group)

Signed this 17 day of June, 1997

Signature



(By the Chairman or Vice Chairman of the Board, President, or other officer)

CHARLES PHILLIPS

(Typed or printed name)

President

(Title)