

P9600000011822

FISHBACK, DOMINICK, BENNETT, STEPTER,

ARDAMAN & BONUM

170 EAST WASHINGTON STREET

ORLANDO, FLORIDA 32801-2397

O. BEN FISHBACK (1893-1963)

MARK F. AHLERS  
A. NUNT ARDAMAN  
JOHN F. BENNETT  
PHILIP F. BONUM  
JULIAN K. DOMINICK  
LISA A. ESPOSITO  
MARK FLEMING FISHER  
DAVID S. McDONALD  
CHARLES H. STEPTER, JR.

TELEPHONE (407) 425-2780

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January 31, 1996

DIVISION OF CORPORATIONS

SECRETARY OF STATE

Post Office Box 6327

Tallahassee, Florida 32314

700001704987

-02/02/96--01033--003

+++122.50 +++122.50

RE: *What's In Store And More, Inc.*  
Articles of Incorporation  
Our File No. L132-6634

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 FEB -2 PM 2:48

Dear Sir/Madam:

Enclosed please find the original Articles of Incorporation for the referenced. Also enclosed is our firm check in the amount of \$122.50: \$70 for the filing fee; and \$52.50 for the return of a certified copy of the filed Articles.

Should you have any questions regarding this request, please do not hesitate to call. Thank you very much for your consideration and cooperation regarding this request.

Very truly yours,

*P.F.*  
PHILIP F. BONUM

Enclosures  
:swm

[AL FEB - 7 1996

**ARTICLES OF INCORPORATION**  
**OF**  
**WHAT'S IN STORE AND MORE, INC.**

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 FEB -2 PM 2:40

The undersigned, acting as Incorporators pursuant to Chapter 607 of the Florida Statutes, adopt the following Articles of Incorporation.

**ARTICLE I. NAME**

The name of this Corporation is WHAT'S IN STORE AND MORE, INC.

**ARTICLE II. DURATION**

The period of its duration is perpetual, beginning from the date these Articles are filed with the State of Florida, Secretary of State.

**ARTICLE III. PURPOSE**

The general purpose of the business to be transacted by this Corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida, and to effectuate such purposes it may act in any capacity including as an agent or attorney-in-fact for any person or entity.

**ARTICLE IV. CAPITAL STOCK**

This Corporation is authorized to issue 100 shares of common stock, all of one class, without any stated par value, which will all be designated "common shares".

**ARTICLE V. PREEMPTIVE RIGHTS**

A. Each of the shareholders agrees not to sell, transfer, pledge, assign or otherwise in any way dispose of his or her shares

unless and until he or she shall have offered to sell his or her shares to the other shareholders at a fair and reasonable price.

B. All additional shares of common stock issued by the Corporation will be subject to the same restrictions regarding transferability as the initial stock.

C. The holders of common shares will be entitled to purchase newly issued stock proportionate to their respective holdings prior to the stock being offered to outside subscribers.

**ARTICLE VI. INITIAL PRINCIPAL OFFICE  
AND MAILING ADDRESS OF CORPORATION**

The street address of the initial principal office of this Corporation is 1650 Anorada Blvd., Kissimmee, Florida 34744.

The initial mailing address of this Corporation is 1650 Anorada Blvd., Kissimmee, Florida 34744.

**ARTICLE VII. INITIAL REGISTERED AGENT  
OF CORPORATION AND ADDRESS OF REGISTERED AGENT**

The name of the initial registered agent of this Corporation is KATHY R. LAWSON, and the address of this initial Registered Agent is 1650 Anorada Blvd., Kissimmee, Florida 34744.

**ARTICLE VIII. INITIAL BOARD OF DIRECTORS**

This Corporation will have two (2) directors initially. The number of directors may either be increased or diminished from time to time by the Bylaws but will never be less than one (1). The names and addresses of the initial directors of this Corporation are:

KATHY R. LAWSON  
1650 Anorada Blvd.  
Kissimmee, Florida 34744

ROBERT M. LAWSON  
1650 Anorada Blvd.  
Kissimmee, Florida 34744

**ARTICLE IX. INCORPORATOR**

The names and addresses of the persons signing these  
Articles as Incorporator are:

KATHY R. LAWSON  
1650 Anorada Blvd.  
Kissimmee, Florida 34744

ROBERT M. LAWSON  
1650 Anorada Blvd.  
Kissimmee, Florida 34744

**ARTICLE X. BYLAWS**

The power to adopt, alter, amend or repeal Bylaws will be  
vested in the Board of Directors and the shareholders.

**ARTICLE XI. MANAGEMENT BY SHAREHOLDERS**

All corporate powers will be exercised by or under the  
authority of, and the business affairs of this Corporation will be  
managed under the direction of, the shareholders of this  
Corporation.

DATED: 1/25, 1996.

Kathy R. Lawson  
KATHY R. LAWSON, Incorporator/Director

Robert M. Lawson  
ROBERT M. LAWSON, Incorporator/Director

STATE OF FLORIDA  
COUNTY OF Osceola

The foregoing instrument was acknowledged before me this  
25th day of January, 1996, by KATHY R. LAWSON, who is

described as Incorporator, and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to such Articles of Incorporation for the purposes therein described.



LYNDA M. MARSTON  
MY COMMISSION # CC 247219 EXPIRES  
December 17, 1996  
BONDED THIRTY THOUSAND DOLLARS, INC.

Lynda M. Marston  
(Signature of Notary Public - State Florida)

Lynda M. Marston  
(Print, Type, or Stamp Commissioned Name of Notary Public)

Personally Known X OR Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_

STATE OF FLORIDA  
COUNTY OF Alachua

The foregoing instrument was acknowledged before me this 25th day of January, 1996, by ROBERT M. LAWSON, who is described as Incorporator, and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to such Articles of Incorporation for the purposes therein described.



LYNDA M. MARSTON  
MY COMMISSION # CC 247219 EXPIRES  
December 17, 1996  
BONDED THIRTY THOUSAND DOLLARS, INC.

Lynda M. Marston  
(Signature of Notary Public - State Florida)

Lynda M. Marston  
(Print, Type, or Stamp Commissioned Name of Notary Public)

Personally Known X OR Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_

**ACCEPTANCE OF DUTIES OF REGISTERED AGENT**

I HEREBY ACCEPT the designation, duties, and responsibilities as REGISTERED AGENT of WHAT'S IN STORE AND MORE, INC., and agree to comply with all provisions of the Florida Statutes, and/or any other applicable laws related thereto.

Kathy R. Lawson  
KATHY R. LAWSON  
Registered Agent

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 FEB -2 PM 2:40

STATE OF FLORIDA  
COUNTY OF Miccosukee

The foregoing instrument was acknowledged before me this 25th  
day of October, 1996, by KATHY R. LAWSON described as the  
REGISTERED AGENT for WHAT'S IN STORE AND MORE, INC., and who  
executed the foregoing designation as REGISTERED AGENT for the  
purposes therein expressed.



LYNDA M. MARSTON  
MY COMMISSION # CG 247218 EXPIRES  
December 17, 1998  
BONDED THROUGH EMPLOYERS INSURANCE, INC.

*Witnesses*  
*complete*

Lynda M. Marston  
(Signature of Notary Public - State Florida)

Lynda M. Marston  
(Print, Type, or Stamp Commissioned Name of Notary Public)

Personally Known X OR Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_