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**LANDT, WIECHENS, TROW & LAPEER**  
*A Partnership Including Professional Associations*

FREDERICK E. LANDT, III  
EUGENE A. WIECHENS, PA  
Eugene A. Wiechens  
CHESTER J. TROW, PA  
Chester J. Trow  
LAPEER & WHEELER, PA  
Frederick W. Lapeer  
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\* Also Admitted to the District of Columbia  
Board Certified, Civil Litigation  
Certified Mediator

February 26, 1996

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

RE: Cookieco, Inc.

200001726332  
-02/23/96--01039--005  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir/Madame:

Enclosed are the original and one copy of the Articles of Incorporation for the above referenced corporation to be filed with the Secretary of State. Enclosed you will find a check in the amount of \$122.50 representing the fee for filing and registered agent designation.

Please return the photocopy of the Articles showing that they have been filed to our office at the above noted address. Should you have any questions do not hesitate to contact our office.

Sincerely,

  
Chester J. Trow,  
For the Firm

CJT/drr

Enclosures: Articles of Incorporation  
\$122.50 Check

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**ARTICLES OF INCORPORATION OF  
Cookieco, Inc.**

**ARTICLE I - NAME**

The name of this Corporation is Cookieco, Inc.

The principal address of said Corporation is 502 NE 44th  
Terrace, Ocala, Florida 34470.

**ARTICLE II - DURATION**

This Corporation shall have perpetual existence.

**ARTICLE III - PURPOSE**

This Corporation is organized for the purpose of transacting  
any and all lawful business.

**ARTICLE IV - CAPITAL STOCK**

4.1 This Corporation is authorized to issue 7,500 shares of  
\$1.00 par value common stock.

4.2 Stock Certificates. Certificates of stock shall be  
signed by the president or the vice president, joint with the  
secretary and the seal of the Corporation shall be impressed  
thereon.

4.3 Shares Not in Classes. The shares of the Corporation are  
not to be divided into classes.

**ARTICLE V - INITIAL REGISTERED OFFICE**

The street address of the initial registered office of the  
Corporation is 445 Northeast 8th Avenue, Ocala, Florida, 34470.

**ARTICLE VI - SUBSCRIBERS AND THE**

**INITIAL BOARD OF DIRECTORS**

6.1 The Corporation shall have one director initially. The  
number of Directors may be increased from time to time by the  
By-Laws, but shall never be less than one. The name and address of

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the initial director of this Corporation is:

Barbara J. Trow  
502 NE 44th Terrace  
Ocala, Florida 34470

6.2 The name and address of the person signing these Articles of Incorporation is as follows:

Chester J. Trow  
445 NE 8th Avenue  
Ocala, Florida 34470

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

6.4 At a special meeting of shareholders called expressly for that purpose, directors may be removed in the manner provided by the by-laws.

#### **ARTICLE VII - CONFLICTS**

Any contract or other transaction between the Corporation and one or more of its directors, shareholders or employees, in which they are interested, directly or indirectly, or between the Corporation and any corporation or association of which one or more of its directors, shareholders, members, directors, officers, or employees, have an interest, directly or indirectly shall be valid for all purposes, notwithstanding the presence of the direct or directors at the meeting of the board of the Corporation that acts upon, or in reference to the contract or transaction; provided, the interested party does not vote or participate in the action; that the interested party discloses his interest before action is taken, and the contract or transaction is fair and reasonable as to the Corporation at the time it is authorized by the board or its

shareholders. The Section is intended to expand the ability of the Corporation to conduct business with interested parties and shall not be construed to invalidate any contract of other transaction that would otherwise be valid under the common and statutory law applicable to it.

**ARTICLE VIII - INITIAL REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of this Corporation is CHESTER J. TROW, who has signed a Certificate of Acceptance attached to these Articles of Incorporation to indicate his acceptance, which Certificate is incorporated herein by reference. The initial registered office where the registered agent is located is 445 Northeast 8th Avenue, Ocala, Florida.

**ARTICLE IX - AMENDMENT OF ARTICLES OF INCORPORATION**

The Corporation reserves the right to amend the articles in any manner now or hereafter permitted by the law or as provided by the by-laws.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 26<sup>th</sup> day of February, 1996.

  
\_\_\_\_\_  
Chester J. Trow

STATE OF FLORIDA  
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 26<sup>th</sup> day of February, 1996 by CHESTER J. TROW. Such person: (notary must check applicable box)

- ☒ is personally known to me.  
☐ produced a current Florida Driver's License as identification.  
☐ produced \_\_\_\_\_ as identification.



sworn to or affirmed and subscribed before the undersigned notary.



DORRINE R. RODRIGUEZ  
MY COMMISSION # 00382000 EXPIRES  
JUNE 14, 1998  
BOND: THRU TROY FARM INSURANCE, INC.

Dorrie Rodriguez  
Notary Public  
Print name: Dorrie Rodriguez  
My commission expires:

#### CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-stated Corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office. I am familiar with and accept the duties and responsibilities as registered agent for COOKIECO, INC.

DATED this 26<sup>th</sup> day of February, 1996.

Chester J. Trow  
Chester J. Trow  
(Registered Agent)

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