

796000049185

GILLEN & ROBINSON, P. A.  
ATTORNEYS AT LAW

300 N. ORANGE AVENUE  
SUITE 800  
P.O. BOX 2031  
ORLANDO, FLORIDA 32804

TELEPHONE  
(407) 444-3881  
FACSIMILE  
(407) 841-8171

June 4, 1996

Z 319 512 920  
**CERTIFIED MAIL**  
**RETURN RECEIPT REQUESTED**

700001856187  
-06/07/96--01079--014  
\*\*\*\*122.50 \*\*\*\*122.50

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32301

**ATTENTION: NEW FILING SECTION**

Re: Articles of Incorporation of  
Cariera's, Inc.

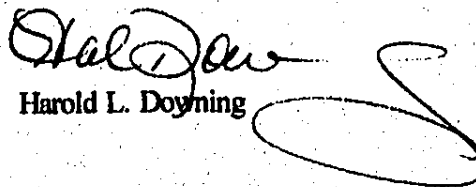
FILED  
96 JUN -7 AM 11:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

Enclosed are two original copies of the Articles of Incorporation of Cariera's, Inc. along with our check in the amount of \$122.50 to cover the \$35.00 filing fee, \$35.00 fee for designation of registered agent and \$52.50 certified copy fee.

Once the Articles of Incorporation have been filed, the certified copy should be returned to this office in the enclosed stamped, self-addressed envelope.

Sincerely,

  
Harold L. Doyning

HLD/khg  
Enclosures

6-10-96  
HR

ARTICLES OF INCORPORATION  
OF  
CARIERA'S, INC.

The undersigned, acting as Incorporator of this Corporation pursuant to Chapter 607 of the Florida Statutes, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME OF CORPORATION

The name of this Corporation shall be CARIERA'S, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal office of this Corporation shall be located at 5560 Shore Court, Orlando, Florida 32819.

ARTICLE III - PURPOSE

The general purpose for which this Corporation is organized shall be to conduct and transact any and all lawful business authorized or not prohibited by Chapter 607 of the Florida Statutes, as the same may be from time to time amended.

ARTICLE IV - DATE OF EXISTENCE

This Corporation shall exist perpetually.

FILED  
96 JUN -7 AM 11:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#### ARTICLE V - CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is ten thousand (10,000) shares of common stock having a par value of One Dollar ( 1.00) per share.

#### ARTICLE VI - INITIAL REGISTERED OFFICE

##### AND REGISTERED AGENT

The initial street address of the registered office of this Corporation in the State of Florida shall be:

5560 Shore Court  
Orlando, Florida 32819

The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this Corporation at that address is Thomas Cariera. The Board of Directors may from time to time designate a new registered agent.

#### ARTICLE VII - INCORPORATOR

The name and address of the incorporator of this Corporation is:

Name

Address

Thomas Cariera

5560 Shore Court  
Orlando, Florida 32819

ARTICLE VIII - INITIAL BOARD OF DIRECTORS


- A. The initial number of directors of this Corporation shall be two (2).
- B. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of this Corporation, but shall never be less than one (1).
- C. The name and address of the initial members of the Board of Directors, who shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, are:

<u>Name</u>	<u>Address</u>
Thomas Cariera	5560 Shore Court Orlando, Florida 32819
Deborah E. Cariera	5560 Shore Court Orlando, Florida 32819

ARTICLE IX - INDEMNIFICATION

This Corporation may indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Maitland, Florida, this 3 day of June, 1996.

  
Thomas Cariera

c:\doc\cariera\corp\articles

## ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent for the above mentioned Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0503 of the Florida Statutes.



Thomas Cariera

Date: June 5, 1996

FILED  
96 JUN -7 AM 11:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA