

96000057210

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May 15, 1996

EFFECTIVE DATE
5-15-96

000001831830
-05/21/96--01049--009
****122.50 ****122.50

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

Re: Sunglass Sourcing Incorporated
Our File No. 96-5702

Dear Sir or Madam:

Enclosed please find
of Incorporation for
enclosed is this firm
the required filing fee
copy of these Articles

plus one copy of the Articles
re-referenced corporation. Also
in the amount of \$122.50 representing
would appreciate receiving a certified
or they have been filed.

Should you have any questions, please do not hesitate to
contact my office.

Sincerely,

FRESE, NASH & TORPY, P.A.

Patrick Anderson
J. Patrick Anderson

JPA:sld
Enclosures

secstate\secstate.art

FILED
96 MAY 20 AM 8:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 28, 1996

J PATRICK ANDERSON
930 SO HARBOR CITY BLVD. STE 505
MELBOURNE, FL 32901

SUBJECT: SUNGLASS SOURCING INCORPORATED
Ref. Number: W96000011224

We have received your document for SUNGLASS SOURCING INCORPORATED and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 496A00026506

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June 12, 1996

Ms. Terri Buckley
Corporate Specialist
Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Sunglass Sourcing of Brevard, Incorporated
Our File No. 96-5215

Dear Ms. Buckley:

Enclosed please find an original plus one copy of the Articles of Incorporation for the above-referenced corporation. Also enclosed is your letter dated May 28, 1996 whereby the Articles of Incorporation previously submitted for this corporation were returned unfiled and confirming receipt of the filing fee in the amount of \$122.50. Please confirm in writing that these Articles of Incorporation have been filed by returning a copy to the undersigned.

Should you have any questions, please do not hesitate to contact my office.

Sincerely,

FRESE, NASH & TORPY, P.A.


J. Patrick Anderson

JPA:sld
Enclosures

ARTICLES OF INCORPORATION
OF
SUNGLASS SOURCING OF BREVARD, INCORPORATED

FILED
95 MAY 20 AM 8:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, being a natural person competent to contract, hereby adopts these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

ARTICLE I

The name of this Corporation is Sunglass Sourcing of Brevard, Incorporated.

ARTICLE II

This Corporation shall commence upon the execution of these Articles and shall exist perpetually.

ARTICLE III

The purpose of this Corporation is to engage in any business lawful under the laws of the State of Florida and the United States.

ARTICLE IV

This Corporation is authorized to issue Ten Thousand (10,000) shares of \$1.00 par value, common stock. The rights attendant to all such shares, once issued, shall be identical in all respects.

The shares of this Corporation are not to be divided into classes.

This Corporation is not authorized to issue shares in series or in less than whole shares.

ARTICLE V

Every Shareholder, upon the issuance of any new stock of this Corporation, shall have the right to purchase his or her pro-rata share thereof (as nearly as can be done without issuing fractional shares), at the price at which it is offered to others.

ARTICLE VI

The initial street and mailing address of the principal place of business of the Corporation is 1130 S. Hickory Street, Melbourne, Florida 32901. The initial address in Florida of the initial registered office of this Corporation is 930 S. Harbor City Boulevard, Suite 505, Melbourne, Florida 32901, and the name of the initial registered agent of this Corporation at that address is J. Patrick Anderson.

ARTICLE VII

The initial Board of Directors shall consist of two (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the Shareholders, but shall never be less than one. The names and addresses of the persons who shall serve as Directors until the first annual meeting of the Shareholders, or until successors have been elected and qualified, are as follows:

Charles A. Richards
2 Rossetter Circle
Indianapolis, FL 32903

Russell B. Kirkland
Route 4, Box 322
Bonifay, FL 32425-9668

ARTICLE VIII

The Shareholders of this Corporation shall adopt By-Laws which shall contain provisions for the management of the business and the regulation of the affairs of the Corporation that are not inconsistent with the Articles or the laws of the State of Florida.

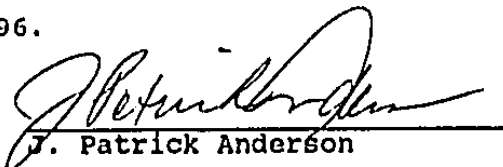
ARTICLE IX

The name and address of the initial incorporator is as follows: J. Patrick Anderson, 930 S. Harbor City Boulevard, Suite 505, Melbourne, Florida 32901.


ARTICLE X

The Board of Directors shall have the power to amend or supplement these Articles of Incorporation when approved by a majority vote of the Shareholders.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation in Melbourne, Brevard County, Florida, this 15th day of May, 1996.


J. Patrick Anderson

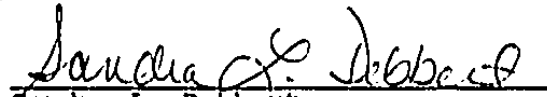
I hereby declare that I am familiar with and accept the duties and responsibilities as registered agent for said corporation.


J. Patrick Anderson
Registered Agent

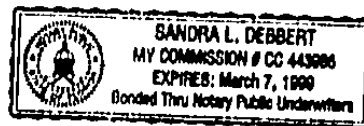
STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid, to take acknowledgments, personally appeared, J. Patrick Anderson, who is personally known to me and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid this 15th day of May, 1996.


Sandra L. Debbert
Notary Public
State of Florida at Large

My Commission Expires:



FILED
96 MAY 20 AM 8:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P9600005/210

We're moving.

Natural Tanning Formula, Inc. - V11674
Richards Distributing, Inc. - LC7882
Sunsational Enterprises, Inc. - P9600005520
Sunglass Sourcing, Inc. - P96000051210

Starting November 11, 1996, we will be occupying our new home offices at:

320-B Stan Drive
Melbourne, FL 32904

Important numbers:

Natural Tanning Formula &
Richards Distributing
Sunsational
Sunglass Sourcing

(407) 728-7191 (800) 848-8498
(407) 951-2062 (800) 439-0761
(407) 728-9956 (888) 777-VISI

Fax: (407) 951-2037 E-mail: nattan@iu.net

A. Alan
11-13-96