# P9600056170 FRESE, NASH & TORPY, RA.

Cary B. Phibr † O Charles Ian Name \* Vincent G. Torin, Jr. Gregory S. Harber † Richard R. Torin J. Patrick Andreson † Laura L. Andreson \* Stippier P. Hauston Patrick F. Roche

CRIS BATES POSTER OF COUNSEL 930 S. HARBOR CITY BLVD.
SUITH 505
MILLIOURNIL PLONIDA 82901
(407) 981-8700
PAX (407) 981-8741

- † BOARD CRRTIPIND IN TAXATION
- HOARD CRRTIPIED IN WILLS, TRUSTS & HETATRS
- BOARD CHRIPPIND IN CIVIL TRIAL LAW
- O BOARD CRRTIPIRD IN REAL BREATE LAW

1 0000 1 88086 1 -07/02/96--01006--002

\*\*\*\*122.50 \*\*\*\*122.50

EFFECIMEDATE G-26.96

June 26, 1996

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

> Re: Sandy's Opus, Inc. Our File No. 96-5835

Dear Sir or Madam:

Enclosed please find an original plus one copy of the Articles of Incorporation for the above-referenced corporation. Also enclosed is this firm's check in the amount of \$122.50 representing the required filing fee. I would appreciate receiving a certified copy of these Articles after they have been filed.

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

Sincerely,

FRESE, NASH & TORRY, P.A.

J. Patrick Anderson

FILED

JUL -1 AH 9: 18

CRETARY OF STATE
AHASSEE, FLORID

JPA:sld Enclosures

secstate\secstate.art

7.3.y

#### ARTICLES OF INCORPORATION

OF

SANDY'S OPUS, INC.

FILED 96 JUL - I AN 9:18 SECRETARY OF STATE LALLAHASSEE, 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 Sandy's Opus, Inc.

#### 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 3209 S. Lakeview Circle, Unit #103, Ft. Pierce, Florida 32949. 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:

Santo Castrignano 3209 S. Lakeview Circle Unit #103 Ft. Pierce, Florida 34949

Jewell S. King 440 Myrtlewood Road Melbourne, Florida 32940

#### 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 244 day of June, 1996.

Patrick Anderson

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

6. 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 and official seal in the County and State

Brider X. Dabbe

Sandra L. Debbert

Notary Public

State of Florida at Large

My Commission Expires:

SANDRA L. DEBBERT
HY COMMISSION & CO 445665
EDPHRS: Merch 7, 1966
Bended Thru Hotory Page Understates

articles\manulyopus

SECRETARY OF STATE
SECRETARY OF

My 21, 1897 Den Sie P91 6000056170 Enclosed application for dissolution of a consoration and a copy. a several check for \$35 is also enclosed Thank you Larte Cathignans SANTO CASTRICNANO 440 MYRTLEWOOD RD MECBOURNE FL. 32940 (Home 407-254-7071

7-30-97

### **ARTICLES OF DISSOLUTION**

## FILED

97 JUL 24 PH 3 00

SECRETARY OF STATE TALLAHASSEE, FLORIDA

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

FIRST:	The name of the corporation is: Sandy' Cous, Inc.
<del></del>	<del></del>
SECOND:	The date dissolution was authorized: 3/30/97
THIRD:	Adoption of Dissolution (CHECK ONE)
Diss.	olution was approved by the shareholders. The number of votes cast for dissolution sufficient for approval.
Disse	olution was approved by vote of the shareholders through voting groups.
Ti en	he following statement must be separately provided for each voting group ntitled to vote separately on the plan to dissolve:
The number of votes cast for dissolution was sufficient for approval by	
	DIRECTORS (voting group)
	(voting group)
Signe	this 21 day of <u>July</u> , 19 <u>97</u> .
Signature	Santo Costerano
	(By the Chairman or Vice Chairman of the Board, Provident, or other officer)
	SANTO CASTRIGNANO (Typod or printed name)
	(Typed or printed name)
	Pres.
	(Title)