

P96000056908

Leland W. Wooten, Jr.  
412 BREVARD AVENUE, P.O. BOX 38  
COCOA, FLORIDA 32923-0038

FILED

(407) 636-2659  
FAX (407) 636-2671

NEXT DOOR TO  
BARNETT BANK  
COCOA VILLAGE

96 JUN 28 AM 8:31

June 21, 1996

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

Re: Charden, Inc.

900001874059  
-06/25/96--01010--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Enclosed please find original Articles of Incorporation for  
the above corporation and check in the amount of \$70.00.

FROM:

Leland W. Wooten, Jr., Esquire  
412 Brevard Avenue  
P.O. Box 38  
Cocoa, FL 32923-0038  
(407) 636-2659

W96-13543  
502

Very truly yours,

*Leland W. Wooten, Jr.*  
Leland W. Wooten, Jr.

LWW,Jr/cf  
Enc.

Corp/Secret.Sta

7-8-96



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

June 26, 1996

LELAND W. WOOTEN, JR.  
412 BREVARD AVENUE  
POST OFFICE BOX 38  
COCOA, FL 32923-0038

SUBJECT: CHARDEN, INC.  
Ref. Number: W96000013543

- Francollini & Kane, Inc.

We have received your document for CHARDEN, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(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) 487-6927.

Kathy Hyman  
Document Specialist

Letter Number: 196A00031626

ARTICLES OF INCORPORATION  
OF  
FRANCOLINI & KANE, INC.

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FILED  
96 JUN 20 AM 8:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is:

FRANCOLINI & KANE, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The purpose for which the corporation is organized is to engage in and operate a retail gift shop business, and to transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is 1000. Such shares shall be a single class of common stock of \$1.00 par value.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL  
REGISTERED OFFICE AND AGENT

The street address of the principal office and the initial registered office of this corporation is: 4510 Deanna Court, Merritt Island, FL 32953, and the name of the initial registered agent of this corporation at that address is: Denise M. Francolini.

ARTICLE VII - INITIAL  
BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the persons who are to serve as members of the initial Board of Directors are:

- |                          |                          |
|--------------------------|--------------------------|
| (1) Denise M. Francolini | (2) Charles E. Kane      |
| 4510 Deanna Court        | 4510 Deanna Court        |
| Merritt Island, FL 32953 | Merritt Island, FL 32953 |

ARTICLE VIII - INCORPORATORS

The names and address of the persons signing these Articles are:

Denise M. Francolini	Charles E. Kane
4510 Deanna Court	4510 Deanna Court
Merritt Island, FL 32953	Merritt Island, FL 32953

ARTICLE IX - EXAMINATION OF CORPORATE RECORDS

The Board of Directors from time to time shall determine whether and to what extent, and at which times and places, and under what conditions and regulations, the accounts and books of the corporation, or any of them, shall be open to the inspection of the shareholders, and no shareholder shall have any right to inspect any document of the corporation, except as conferred by

statute or authorized by the Board of Directors, or by resolution by the shareholders.

ARTICLE X - OFFICERS NOT REQUIRED  
TO BE SHAREHOLDERS

No contract or other transaction between the Corporation and any other corporation, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the Directors of the corporation is or are interested in, or is a director or officer, or are directors or officers, of such other corporation, and any Director or Directors, individually or jointly, may be a party or parties to, or may be interested in, any such contract or transaction of the corporation, or in which the corporation is interested, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from his contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may in anywise be interested. Any director of the corporation may vote upon any contract or other transaction between the corporation and any subsidiary or controlled company without regard to the fact that he also is a director of such subsidiary or controlled company.

ARTICLE XI - INDEMNIFICATION

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

ARTICLE XII - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any

amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 1 day of July, 1996.

Denise M. Francolini  
DENISE M. FRANCOLINI

Charles E. Kane  
CHARLES E. KANE

STATE OF FLORIDA  
COUNTY OF BREVARD

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared DENISE M. FRANCOLINI and CHARLES E. KANE, who by me being duly sworn, who are personally known to me or who produced Id. Denise as identification, and who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 1st day of July, 1996.

Carol B. Foster  
NOTARY PUBLIC, STATE OF FLORIDA  
Printed Name of Notary:

Commission No. \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_  
CAROL B. FOSTER  
MY COMMISSION # CC 291222  
EXPIRES: July 15, 1997  
Bonded Thru Notary Public Underwriters

Corp/F&K.An

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

96 JUN 28 AM 8:30  
FILED  
SECRETARY  
TALLAHASSEE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: FRANCOLINI & KANE, INC.
2. The name and address of the registered agent and office is:

DENISE M. FRANCOLINI  
4510 Deanna Court  
Merritt Island, FL 32953

SIGNATURE *Denise M. Francolini*  
Printed Name: Denise M. Francolini  
TITLE Incorporator/Director

DATE July / , 1996

SIGNATURE *Charles E. Kane*  
Printed Name: Charles E. Kane  
TITLE Incorporator/Director

DATE July / , 1996

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE *Denise M. Francolini*  
DENISE M. FRANCOLINI  
REGISTERED AGENT

DATE July / , 1996