

P96000065723

TRANSMITTAL LETTER

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

000001005500  
-07/05/96--01083--010  
\*\*\*122.50 \*\*\*122.50

SUBJECT: INCREDIBLE EDIBLES, INC.  
(proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and our check for \$ 122.50.

FILED  
96 AUG 27 AM 9:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FROM:

L. B. LAYE, JR.  
Name (printed or typed)  
369 BLANDING BLVD., STE. 212  
Address  
ORANGE PARK, FL 32073  
City, State, & Zip  
(904) 272-3382  
Telephone Number

Note: Please provide the original and one copy of the Articles.

789-502-672  
W96-14337

MC 8-7-96



FLORIDA DEPARTMENT OF STATE  
Sandra B. Morthum  
Secretary of State

July 9, 1996

L.B. LAYE, JR.  
369 BLANDING BLVD.  
SUITE N-2  
ORANGE PARK, FL 32073

SUBJECT: INCREDIBLE EDIBLES, INC.  
Ref. Number: W96000014337

We have received your document for INCREDIBLE EDIBLES, INC. and your check(s) totaling \$122.50. 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.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Neysa Culligan  
Document Specialist

Letter Number: 196A00033376

ARTICLES OF INCORPORATION  
OF  
INCREDIBLE EDIBLES OF JAX, INC.

FILED  
95 AUG -7 AM 9:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber of these Articles of Incorporation, a natural person competent to contract, hereby acts as an incorporator to form a corporation under the laws of the State of Florida and adopts the following Articles of Incorporation for such corporation.

ARTICLE I. NAME

The name of the corporation is INCREDIBLE EDIBLES OF JAX, INC.

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of the filing of these Articles of Incorporation.

ARTICLE III. PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent and office of the corporation is 11137 RALEY CREEK DR., S. JACKSONVILLE, FL 32225. The name of the initial registered agent at that address is DANNY R. BARLOW. The signature of DANNY R. BARLOW, as incorporator of INCREDIBLE EDIBLES OF JAX, INC. indicates that he accepts the duties and obligations of the position of registered agent.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall initially have two directors. The number of directors may be either increased or diminished from time to time, as provided by the By-Laws. The

names and addresses of the members of the first Board of Directors are:  
Chairman of the Board

DANNY R. BARLOW  
11137 RALEY CRK. DR.  
JACKSONVILLE, FL 32225

Member

KIMBERLY DAVIS  
11137 RALEY CRK. DR.  
JACKSONVILLE, FL 32225

#### ARTICLE VII. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation is:  
2640-12 CESERY BLVD.  
JACKSONVILLE, FL 32211

#### ARTICLE VIII. INCORPORATOR

The name and address of the incorporator signing these Articles of Incorporation is: DANNY R. BARLOW 11137 RALEY CREEK DR., S. JACKSONVILLE, FL 32225. The incorporator of the corporation assigns to this corporation the rights under section 607.16 i, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the Board of Directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date existence begins.

#### ARTICLE IX. AMENDMENTS

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation or any amendment hereto and any right conferred upon a shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 15th day of JUNE, 1996.



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DANNY R. BARLOW

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

Pursuant to the provisions of sections 607.0501 or 617.0501, 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: INCREDIBLE EDIBLES OF FLA, INC.

2. The name and address of the registered agent and office is:

DANNY R. BARLOW

(NAME)

11137 RALEY CREEK Dr., S.

(P.O. BOX NOT ACCEPTABLE)

JACKSONVILLE, FL 32225

(CITY/STATE/ZIP)

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



DATE

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FILED  
96 APR - 7 PM 9:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA