

P960000084229

JOSEPH & MAREES, P.A.

6320 ST. AUGUSTINE ROAD
BUILDING TEN
JACKSONVILLE, FLORIDA 32217-2813

TELEPHONE 904-636-8600
FACSIMILE 904-636-0836

September 26, 1996

Secretary of State
Corporate Division
Post Office Box 6327
Tallahassee, FL 32304

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-10/15/96--01169--005
*****122.50 *****122.50

RE: COUGHPOP COMPANY, INC.

Gentlemen:


I am enclosing herewith an original and a copy of Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$122.50 is enclosed which represents the following fees:

Filing fee	\$35.00
Certified copy	\$35.00
Registered Agent fee	<u>\$52.50</u>
Total	\$122.50

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Your prompt attention to this matter would be appreciated.

Very truly yours,


Michael J. Marees
MJM:bl
Enclosures

FILED
96 OCT 11 PM 2:09
TALLAHASSEE, FLORIDA

~~996-20892~~
Dme
10/3/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 3, 1996

MICHAEL J. MAREES, ESQUIRE
6320 ST. AUGUSTINE ROAD
BLDG. 10
JACKSONVILLE, FL 32217-2813

SUBJECT: COUGHPOP COMPANY, INC.
Ref. Number: W96000020892

We have received your document for COUGHPOP COMPANY, INC. and check(s) totaling \$122.50. However, your check(s) and document are being returned for the following:

Please sign and return your check, along with a copy of this letter to ensure your check is properly credited.

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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 996A00045229

ARTICLES OF INCORPORATION
OF
COUGHPOP COMPANY, INC.

FILED
96 OCT 11 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation.

1. NAME. The name of this corporation is COUGHPOP COMPANY, INC.

2. PRINCIPAL OFFICE/MAILING ADDRESS: The principal office of the corporation is 3208 Julington Creek Road, Jacksonville, FL 32223. The mailing address of the corporation is 3208 Julington Creek Road, Jacksonville, FL 32223.

3. SHARES. This corporation is authorized to issue 1,000 shares, all of one class, at \$1.00 par value.

4. INITIAL REGISTERED OFFICE AND AGENT. The name and street address of the initial registered agent and office of this corporation is as follows:

Vicki A. Giorgetti
3208 Julington Creek Road
Jacksonville, FL 32223

5. INCORPORATOR. The name and address of the Incorporator signing these Articles of Incorporation is:

Name

Address

Vicki A. Giorgetti

3208 Julington Creek Road
Jacksonville, FL 32223

6. **PREEMPTIVE RIGHTS.** Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation, that may from time to time be issued (whether or not presently authorized), including shares from the treasury of the corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

7. **PURPOSE.** The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

8. **DURATION.** The period of its duration is perpetual.

9. **AMENDMENT OF ARTICLES.** This corporation reserves the right to amend or repeal any provisions 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 Incorporator has executed these Articles of Incorporation this 30 day of Sept., 1996.

Vicki A. Giorgetti
Vicki A. Giorgetti, Incorporator

CONSENT OF REGISTERED AGENT

HAVING BEEN NAMED as registered agent for the above-stated corporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of §607.0505, Florida Statutes.

Vicki A. Giorgetti

Vicki A. Giorgetti, Registered Agent

STATE OF FLORIDA
COUNTY OF DUVAL

I certify that on this date before me, Michelle D Miller
an officer duly authorized in the state and county named above to take
acknowledgments, personally appeared Vicki A. Giorgetti, [] personally known
to me or [] who produced FL DL as identification and proved to
my satisfaction that he/she is the person described above, and who executed the
foregoing instrument and he/she acknowledged before me that he/she executed the
same.

Executed and sealed by me at SEASIDEVILLE, FLORIDA on
this 20th day of Sept., 1996.

Michelle D Miller
Notary Public

My Commission Expires:

May 8, 1998



MICHELLE D MILLER
My Commission CC587453
Expires May. 08, 1998

FILED
OCT 11 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA