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January 6, 1997

PLEASE REPLY TO:

Melbourne

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

900002051019--5  
-01/08/97--01091--013  
\*\*\*122.50 \*\*\*122.50

Re: LUNA CHICK, INC.

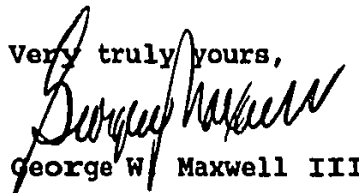
Dear Sirs:

Enclosed are an original and one copy of the Articles of Incorporation of LUNA CHICK, INC. for filing. Also enclosed is a check in the amount of \$122.50 to cover the cost of the filing fees.

Kindly confirm receipt of the filing of the Articles of Incorporation by enclosing the stamped copy in the envelope provided for your convenience.

Your cooperation and assistance in this matter are greatly appreciated.

Very truly yours,

  
George W. Maxwell III

Enclosures

FILED  
97 JAN -8 AM 10:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

nc 1/14/97

ARTICLES OF INCORPORATION  
OF  
LUNA CHICK, INC.

FILED  
97 JAN -8 AM 10:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

LUNA CHICK, INC.

The principal place of business of this corporation shall be 2416 S. Scenic Drive, Melbourne, Florida 32901.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having \$1 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 525 E. Strawbridge Avenue, Melbourne, Florida 32901, and the name of the initial registered agent of the corporation at that address is George W. Maxwell III, Esq.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. 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 pro rata share thereof at the price at which it is offered to others.

ARTICLE VII. SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation may file as an S corporation.

ARTICLE VIII. DIRECTORS

This corporation shall have one director, initially. The name and street address of the initial director is:

Barry A. Parsons

2416 S. Scenic Drive  
Melbourne, Florida 32901

ARTICLE IX. OFFICERS

The name and address of the initial officers of the corporation who shall hold office for the first year of the corporate life, or until his successors are elected or appointed is:

Barry A. Pasonski  
President

2416 S. Scenic Drive  
Melbourne, Florida 32901

Sean Volland  
Vice President

3000 Highway A1A, No. 7  
Cocoa Beach, Florida 32931

ARTICLE X. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Barry A. Pasonski  
2416 S. Scenic Drive  
Melbourne, Florida 32901

IN WITNESS WHEREOF, the undersigned authorized agent has hereunto set his hand and seal and produced FL DL P252-061-62-339-0 as identification, on this 6<sup>th</sup> day of January, 1997.

Barry A. Pasonski  
BARRY A. PASONSKI

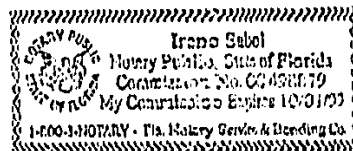
STATE OF FLORIDA

COUNTY OF BREVARD

The foregoing instrument was acknowledged before me, a Notary Public, on this 6<sup>th</sup> day of January, 1997.

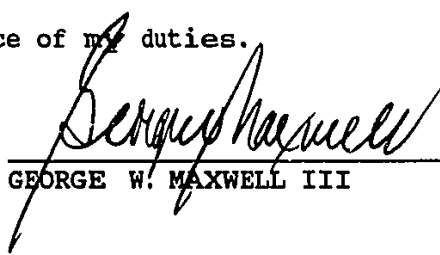
Irana Sabel  
Notary Public

My Commission Expires:



AGREEMENT TO ACCEPT SERVICE

Having been named to accept service of process for the  
aforementioned corporation, at the places designated in this  
certificate, 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.

  
\_\_\_\_\_  
GEORGE W. MAXWELL III

DATED: 1/6/97

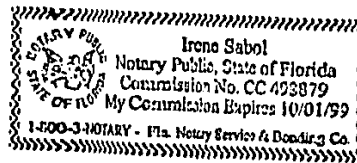
STATE OF FLORIDA

COUNTY OF BREVARD

Before me, personally appeared GEORGE W. MAXWELL III, ESQ.,  
and produced \_\_\_\_\_ as identification or  
is personally known to me, on this \_\_\_\_\_ day of January, 1997.

  
\_\_\_\_\_  
Notary Public

My Commission Expires:



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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA