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NAME: ZOE AND COMAPNY, INC.

AUDIT NUMBER.....H97000004848

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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**FLORIDA DEPARTMENT OF STATE**

**Sandra B. Mortham**  
Secretary of State

March 24, 1997

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**ARTICLES OF INCORPORATION  
OF  
ZOE AND COMPANY, INC.**

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

**ARTICLE I**

**NAME**

The name of this corporation is ZOE AND COMPANY, INC.

**ARTICLE II**

**PRINCIPAL OFFICE**

The principal office of the corporation is 146 Orange Place, Maitland, Florida 32751.

**ARTICLE III**

**MAILING ADDRESS**

The mailing address of the corporation is 288 Dublin Drive, Lake Mary, Florida 32746

**ARTICLE IV**

**SHARES**

The number of shares the corporation is authorized to issue is 100 shares, with \$1.00 per share par value.

**ARTICLE V**

**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 treasurer of this corporation, in the ratio that the number of shares that he holds at the time of issue bears to the total number of shares held 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, in 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.

Prepared by:

Roy R. Levine, Jr., Esquire

Florida Bar No. 868401

255 South Orange Avenue, Suite 750

Orlando, FL 32801

(407) 422-3116

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## ARTICLE VI

## INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial Registered Agent and agent's office is Zoe Boyer, 288 Dublin Drive, Lake Mary, Florida 32746.

## ARTICLE VII

## INITIAL BOARD OF DIRECTORS

Zoe Boyer

288 Dublin Drive  
Lake Mary, Florida 32746

## ARTICLE VIII

## INCORPORATOR

The name and address of the Incorporator is Zoe Boyer, 288 Dublin Drive, Lake Mary, Florida 32746

## ARTICLE IX

## PURPOSE

The purpose for this corporation is to engage in any activities or business permitted under the laws of the United States and Florida.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 19 day of March 1997.

*Zoe A. Boyer*  
Incorporator

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 Section 607 0505, Florida Statutes

*Zoe A. Boyer*  
Registered Agent

Prepared by:  
Roy R. Levine, Jr., Esquire  
Florida Bar No. 868401  
255 South Orange Avenue, Suite 750  
Orlando, FL 32801  
(407) 422-3116

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