

P 970000 30035



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 314651 118047A

AUTHORIZATION :

*Patricia Pizots*

COST LIMIT : \$ 122.50

ORDER DATE : April 1, 1997

ORDER TIME : 2:02 PM

400002130034 -- 1

ORDER NO. : 314651-005

CUSTOMER NO: 118047A

CUSTOMER: Ms. Wendy Cordone  
GORDON A. SHUEY, ESQ

23 South Osceola Avenue

Orlando, FL 32801

DOMESTIC FILING

NAME: REBECCA'S CUPBOARD, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
97 APR -1 PM 3:10  
TALLAHASSEE, FLORIDA  
97 APR -1 PM 2:52

1197-7556

APR - 1 1997



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

April 1, 1997

CSC NETWORKS  
1201 HAYS ST.  
TALLAHASSEE, FL 32301-2607

SUBJECT: REBECCA'S CUPBOARD, INC.  
Ref. Number: W97000007556

**RESUBMIT**  
Please give original  
submission date as file date.

We have received your document for REBECCA'S CUPBOARD, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6052.

Sandy Ng  
Document Specialist

Letter Number: 697A00016403

697A00016403  
APR 1 1997  
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION  
OF**

**REBECCA'S CUPBOARD, INC.**

**FILED**  
97 APR -1 PM 3:10  
SEC. OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation, under the Florida General Corporation Act hereby adopt the following articles of incorporation:

**ARTICLE ONE  
NAME**

The name of the corporation is REBECCA'S CUPBOARD, INC.

**ARTICLE TWO  
DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE THREE  
PURPOSE**

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE FOUR  
CAPITAL STOCK**

The aggregate number of shares which the corporation has authority to issue is one thousand (1000), all of which shall be common shares without par value.

**ARTICLE FIVE  
REGISTERED OFFICE**

The street address of the initial registered office of the corporation is 1348 Franklin St., Altamonte Springs, Florida 32701. The principal office address shall be the same.

**ARTICLE SIX  
DIRECTORS**

7.01. The board of directors of the corporation at this time consists of one member.

7.02. The name and address of the directors are:

Constance Ann Monson Boone  
1348 Franklin St.  
Altamonte Springs, FL 32701

**ARTICLE SEVEN  
INCORPORATORS**

The name and address of the incorporator is:

Constance Ann Monson Boone  
1348 Franklin St.  
Altamonte Springs, FL 32701

**ARTICLE EIGHT  
COMMENCEMENT OF EXISTENCE**

The corporation shall be deemed to commence its existence when filed with the Secretary of State.

**ARTICLE NINE  
BYLAWS AND ARTICLES OF INCORPORATION**

The shareholders of the corporation shall have the exclusive authority to formulate, approve and/or amend the bylaws of the corporation; and the shareholders shall have the exclusive authority to formulate, approve and/or adopt amendments to these Articles of Incorporation.

IN WITNESS WHEREOF, I have subscribed my name this 27 day of March, 1997.

  
CONSTANCE ANN MONSON BOONE

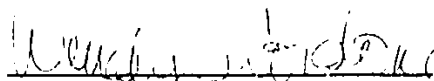
STATE OF FLORIDA  
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared CONSTANCE ANN MONSON BOONE to me, known to be the person who executed and subscribed the foregoing Articles of Incorporation, and who acknowledged before me that they executed the same for the purposes therein contained.

WITNESS my hand and official seal in the County and State above named, this 27 day of March, 1997.



WENDY J. CORDONE  
My Commission CC393388  
Expires Jul. 18, 1998  
Bonded by HAI  
800-422-1555

  
NOTARY PUBLIC

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

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of Florida, submits the following statement designating the registered office and registered agent in Florida.

1. The name of the corporation is REBECCA'S CUPBOARD, INC.
2. The address of the registered office is 1348 Franklin Street, Altamonte Springs, FL 32701.
3. The name of the registered agent at the registered office is Constance Ann Monson Boone.

DATED this 27 day of March, 1997.

REBECCA'S CUPBOARD, INC.

  
Constance Ann Monson Boone, Director

FILED  
97 MAR -1 PM 3:11  
TALLAHASSEE, FLORIDA

Having been named as registered agent, and to accept service of process for the above named 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.

DATED this 27 day of March, 1997.

  
Constance Ann Monson Boone