

P97000090075

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

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-10/17/97--01061--009
*****78.75 *****78.75

SUBJECT: I CAN'T BELIEVE IT'S A CORPORATION, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: MARIO F. BERENBERG

Name (Printed or typed)

4003 S. WESTSHORE BLVD., APT. 3112

Address

TAMPA, FL 33611

City, State & Zip

(813) 273-8340

Daytime Telephone number

FILED
97 OCT 17 PM 4:00
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

[Handwritten signature]
[Handwritten date: 10/17/97]

ARTICLES OF INCORPORATION
OF
I CAN'T BELIEVE IT'S A CORPORATION, INC.

FILED
97 OCT 17 PM 4:00
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 is I Can't Believe It's a Corporation, Inc., whose address is 1010 S. Dakota, Tampa, Florida 33606.

ARTICLE II

DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The date when the corporate existence of this corporation shall begin shall be the date upon which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE III

NATURE OF BUSINESS

This corporation is organized for the purposes of transacting any or all lawful business.

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized outstanding is 100 shares of Common Stock of par value of \$0.10 per share. Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of Common Stock shall not have preemptive rights to subscribe to the corporation's securities.

ARTICLE V

INITIAL BOARD OF DIRECTORS

The corporation shall have two directors initially. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in, the by-laws of the corporation.

The names and street addresses of the initial directors are:

Mario F. Berenberg
4003 South Westshore Boulevard
Apartment 3112
Tampa, Florida 33611

Noah M. Jacobson
1010 South Dakota
Tampa, Florida 33606

ARTICLE VII

INCORPORATOR

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

Mario F. Berenberg
4003 South Westshore Boulevard
Apartment 3112
Tampa, Florida 33611

ARTICLE VIII

BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX

INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee, or agent of the corporation, or any person who at the request of the corporation was serving as director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

ARTICLE X

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 16TH day of OCTOBER, 1997.



Mario F. Berenberg

CERTIFICATE OF REGISTERED AGENT
OF
I CAN'T BELIEVE IT'S A CORPORATION, INC.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

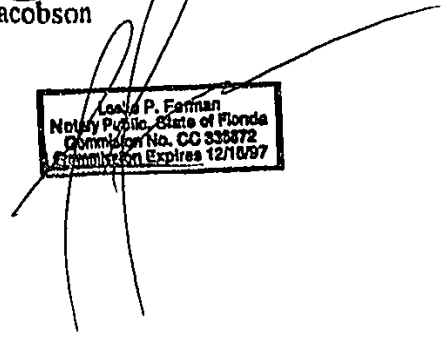
That I Can't Believe It's a Corporation, Inc. is desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at City of Tampa, County of Hillsborough, State of Florida, has named Noah M. Jacobson, 2790 East Fowler Avenue, Tampa, FL 33612, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Dated this 15 day of October 1997


Noah M. Jacobson


Leola P. Farman
Notary Public, State of Florida
Commission No. CC 333872
Commission Expires 12/16/97

FILED
97 OCT 17 PM 4:00
TALLAHASSEE, FLORIDA
SECRET