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(H98000000063 1))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
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NAME: SUN & SERENILY CORPORATION, INC.

AUDIT NUMBER.....H98000000063

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

CERT. OF STATUS..0

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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION**

**OF**

**SUN & SERENITY CORPORATION, INC.,**  
**A Florida Corporation**

EFFECTIVE DATE  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I.**

The name of this Corporation is:

**SUN & SERENITY CORPORATION, INC., a Florida Corporation**

**ARTICLE II.**

This Corporation shall exist in perpetuity commencing on the date of execution and acknowledgment of these Articles of Incorporation.

**ARTICLE III.**

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV.**

This Corporation is authorized to issue 10,000 shares of \$1.00 par value common stock which shall be designated as "Common Shares."

**ARTICLE V.**

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this Corporation the assets of the Corporation shall be payable to and distributed ratably among the holders of record of the Common Shares.

**ARTICLE VI.**  
**VOTING RIGHTS:**

Except as otherwise provided by Law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

Prepared by:  
Mark B. Goldstein, Esquire  
2255 Glades Road, Suite 236W  
Boca Raton, Florida 33431  
(561) 995-9350  
Florida Bar No. 705276

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ARTICLE VII.  
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 (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII.

The street address of the initial registered office of this Corporation is: 2255 GLADES ROAD, SUITE 236W, BOCA RATON, FLORIDA 33431, and the name of the initial registered agent of this Corporation at that address is: MARK B. GOLDSTEIN, and the principal place of business of the Corporation is: 17376 JAMAICA LANE, SUGARLOAF, FL 33042.

ARTICLE IX.

This Corporation shall have three (3) Directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The names and address of the initial Directors of this Corporation are:

SUSAN K. LINHART  
17376 JAMAICA LANE  
SUGARLOAF, FL 33042

JONATHON MOFIELD  
17376 JAMAICA LANE  
SUGARLOAF, FL 33042

HERMAN O. MULLIKIN  
17376 JAMAICA LANE  
SUGARLOAF, FL 33042

ARTICLE X.

The name and address of the person or entity signing these Articles of Incorporation is:

SUSAN K. LINHART  
17376 JAMAICA LANE  
SUGARLOAF, FL 33042

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ARTICLE XI.  
AMENDMENT:

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 1<sup>st</sup> day of January, 1998.

SUN & SERENITY CORPORATION,  
INC., a Florida Corporation

BY: Susan K. Linhart  
SUSAN K. LINHART, Incorporator

STATE OF FLORIDA                    }  
  }ss:  
COUNTY OF                         )

I HEREBY CERTIFY on this day, before me, an officer duly authorized to administer oaths and to take acknowledgments, personally appeared SUSAN K. LINHART, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person; i.e., Florida Drivers License and that an oath was not taken.

WITNESS my hand and official seal, this 1<sup>st</sup> day of January, 1998, in the County and State aforesaid.

ANGELA CATHERINE WARSHEFSKI  
My Commission CCE28642  
Expires Jan. 29, 2000

Angela Catherine Warshefski  
PRINT NAME:  
NOTARY PUBLIC, STATE OF FLORIDA  
My commission expires:  
Commission No:

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

IN PURSUANCE OF CHAPTER 607.34, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED IN COMPLIANCE WITH SAID ACT:

FIRST THAT **SUN & SERENITY CORPORATION, INC., A FLORIDA CORPORATION** DESIRING  
TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL  
OFFICE, AS INDICATED IN THE ARTICLES OF INCORPORATION AT: 17376 JAMAICA  
LANE, SUGARLOAF, FL 33042, HAS NAMED: **MARK B. GOLDSTEIN, 2255 GLADES ROAD,  
SUITE 236W, BOCA RATON, FLORIDA 33431, AS ITS AGENT TO ACCEPT SERVICE OF  
PROCESS WITHIN FLORIDA.**

**SUN & SERENITY CORPORATION, INC., a  
Florida Corporation**

BY: *Susan K. Linhart*  
**SUSAN K. LINHART, DIRECTOR**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED  
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE  
TO ACT IN THIS CAPACITY, AND FURTHER AGREE TO COMPLY WITH THE PROVISIONS  
OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY  
DUTIES.

BY: *Mark B. Goldstein*  
**MARK B. GOLDSTEIN**  
Dated:

STATE OF FLORIDA }  
COUNTY OF } ss:

I HEREBY CERTIFY on this day, before me, an officer duly authorized to administer  
oaths and to take acknowledgments, personally appeared **MARK B. GOLDSTEIN** and **SUSAN K.  
LINHART**, known to me to be the person described in and who executed the foregoing instrument,  
who acknowledged before me that he executed the same, that I relied upon the following form of  
identification of the above-named person; Florida Drivers License and that an oath was not taken.

WITNESS my hand and official seal, this 1<sup>st</sup> day of January, 1998, in the County and  
State aforesaid.



**ANGELA CATHERINE WARSHEFSKI**  
My Commission C0528542  
Expires Jan. 29, 2000

*Angela Warshefski*  
**PRINTNAME:**  
**NOTARY PUBLIC, STATE OF FLORIDA**  
My commission expires:  
Commission No: \_\_\_\_\_

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