

P98000019365

LAW OFFICE OF  
MARC S. STEINBERG  
984 South Florida Avenue  
Rockledge, Florida 32955  
(407) 632-4656

In Cocoa Beach:  
(407) 799-1114

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JAN 28 PM 3:02

Also admitted in NJ

January 20, 1998

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

000002414266--7  
-01/28/98--01040--027  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Incorporation of U & K Lagoon, Inc.

Dear Sir or Madame:

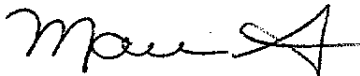
Enclosed please find the following:

1. Original and two (2) copies of Articles of Incorporation;
2. Original and two (2) copies of Designation and Acceptance of Registered Agent; and
3. Check in the amount of \$122.50, representing the filing fee and the fee for a certified copy of the Articles of Incorporation.

Please register this corporation and provide the undersigned with the certified copy of the Articles.

Thank you for your assistance in this matter.

Very truly yours,



Marc S. Steinberg

MSS/cks  
Enclosure

cc: Mr. and Mrs. Weislaw Kaczmarczyk  
(with enclosures)

1-29-98  
WS

ARTICLES OF INCORPORATION

OF

U & K LAGOON, INC.

FILED  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
98 JAN 28 PM 3:02

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation is: U & K LAGOON, INC.

ARTICLE II EXISTENCE

This corporation shall have perpetual existence commencing on the filing of these Articles.

ARTICLE III TYPE OF BUSINESS

This corporation may engage in or transact 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 IV SHARES

This corporation is authorized to issue 100 shares of \$1.00 par value common stock. The initial issue of the capital stock of the corporation shall be 100 shares for cash at a value of \$1.00 per share.

ARTICLE V PRINCIPAL OFFICE

The address of the principal office of this corporation is:

409 Banana River Boulevard  
P.O. Box 320863  
Cocoa Beach, Florida 32932.

ARTICLE VI FOR-PROFIT

This corporation is a For-Profit, Subchapter S Corporation.

#### ARTICLE VII REGISTERED AGENT

The name and street address of the initial registered agent are:

Weislaw Kaczmarczyk  
409 Banana River Boulevard  
Cocoa Beach, Florida 32931.

#### ARTICLE VIII DIRECTORS

This corporation shall have two (2) 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 addresses of the initial directors of this corporation, who shall serve as directors until the first annual meeting of shareholders, or until their successors shall have been elected and qualified, are as follows:

Weislaw Kaczmarczyk  
409 Banana River Boulevard  
Cocoa Beach, Florida 32931

Urszula Kaczmarczyk  
409 Banana River Boulevard  
Cocoa Beach, Florida 32931.

#### ARTICLE IX INCORPORATORS

The name and address of the persons signing these Articles of Incorporation as the incorporators are:

Weislaw Kaczmarczyk  
409 Banana River Boulevard  
Cocoa Beach, Florida 32931

Urszula Kaczmarczyk  
409 Banana River Boulevard  
Cocoa Beach, Florida 32931.

#### ARTICLE X POWERS OF SHAREHOLDERS

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a shareholders' meeting, with not less than a unanimous vote of the common stock.

IN WITNESS WHEREOF, the undersigned incorporators have

executed these Articles of Incorporation at Rockledge, Florida,  
on this 22nd day of January, 1998.

Y. Kaczmarczyk  
WEISLAW KACZMARCZYK, Incorporator

Urszula Kaczmarczyk  
URSZULA KACZMARCZYK, Incorporator

STATE OF FLORIDA :  
COUNTY OF BREVARD :

The foregoing instrument was acknowledged before me this 22nd  
day of January, 1998, by WEISLAW KACZMARCZYK, who is ( ) person-  
ally known to me or (X) who has produced Driver License  
as identification.

Nancy Anderson  
Notary Public, State of Florida  
at Large  
  
My Commission CC383856  
Expires Jun. 16, 1998  
Bonded by HAI  
800-422-1555

STATE OF FLORIDA :  
COUNTY OF BREVARD :

The foregoing instrument was acknowledged before me this \_\_\_\_  
day of January, 1998, by URSZULA KACZMARCZYK, who is ( ) person-  
ally known to me or (X) who has produced Driver License / Marriage Certificate  
as identification.

Nancy Anderson  
Notary Public, State of Florida  
at Large  
  
My Commission CC383856  
Expires Jun. 16, 1998  
Bonded by HAI  
800-422-1555

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JAN 28 PM 3:02

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES  
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE  
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING  
THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: U & K LAGOON, INC.
2. The name and address of the registered agent and office are:

Weislaw Kaczmarczyk  
409 Banana River Boulevard  
Cocoa Beach, Florida 32931


Having been named as registered agent and to accept service of  
process for the above-stated corporation at the place designated  
in this certificate, I hereby accept the appointment as regis-  
tered 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.

  
WEISLAW KACZMARCZYK

01.22.98  
Date

STATE OF FLORIDA :  
COUNTY OF BREVARD :

The foregoing instrument was acknowledged before me this 22<sup>nd</sup>  
day of January, 1998, by WEISLAW KACZMARCZYK, who is ( ) person-  
ally known to me or (X) who has produced Driver License  
as identification.

  
Notary Public, State of Florida  
at Large



NANCY ANDERSON  
My Commission CC383856  
Expires Jun. 16, 1998  
Bonded by HAI  
800-422-1555