

P98000089978

Florida Department of State  
Division of Corporations  
Public Access System  
Sandra B. Mortham, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H98000019513 4))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations  
Fax Number : (850) 487-6013

From: Account Name : RUDNICK & WOLFE  
Account Number : 076424002364  
Phone : (813) 229-2111  
Fax Number : (813) 229-1447

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 OCT 22 AM 9:58

FILED

FLORIDA PROFIT CORPORATION OR P.A.

Rejuvinair Franchising Corporation

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

H98000019513

**ARTICLES OF INCORPORATION  
OF  
REJUVINAIR FRANCHISING CORPORATION**

The undersigned, acting as sole incorporator, adopts these Articles of Incorporation and forms a profit corporation (the "Corporation") under the Florida Business Corporation Act (the "Act"), as follows:

**I.  
Name**

The name of the Corporation is Rejuvinair Franchising Corporation

**II.  
Term of Existence**

The Corporation's existence commences on the date of the filing of these Articles of Incorporation with the Department of State of the State of Florida. The Corporation will have perpetual existence thereafter.

**III.  
Principal Office**

The principal office and mailing address of the Corporation is 4852 Pimlico Drive, Tallahassee, Florida 32308.

**IV.  
Capital Stock**

The Corporation is authorized to issue 7,500 shares of \$1.00 par value common stock, which will be designated Common Stock.

**V.  
Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is c/o Rudnick & Wolfe, 101 East Kennedy Boulevard, Suite 2000, Tampa, Florida 33602 and the name of its initial registered agent at such address is Scott P. Weber.

Prepared by: Scott P. Weber  
Florida Bar No. 0125105  
Rudnick & Wolfe  
101 East Kennedy Blvd., Suite 2000  
Tampa, Florida 33602  
(813) 229-2111

FILED  
98 OCT 22 AM 9:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
H98000019513

H98000019513

**VI.**  
**Directors**

The Corporation will have 3 directors initially. The number of directors may be increased or decreased from time to time as provided in the bylaws of the Corporation, provided that the Corporation will always have at least 1 director. The names and addresses of the initial directors of the Corporation, who will serve until their successor(s) are duly elected and qualified, are:

<u>Name</u>	<u>Address</u>
Barbara Namovich	4852 Pimlico Drive Tallahassee, Florida 32308
Richard Namovich	4852 Pimlico Drive Tallahassee, Florida 32308
Karen Namovich	4852 Pimlico Drive Tallahassee, Florida 32308

**VII.**  
**Incorporator**

The name and address of the incorporator signing these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Scott P. Weber	c/o Rudnick & Wolfe 101 E. Kennedy Blvd., Suite 2000 Tampa, Florida 33602

**VIII.**  
**Affiliated Transactions**

Pursuant to the provisions of 607.0901(5)(a) of the Act, the Corporation elects not to be governed by the requirements or other provisions regarding affiliated transactions as set forth in Section 607.0901 of the Act and, therefore, the terms of such section of the Act will not apply with respect to the approval, adoption, authorization, ratification or effectuation of any affiliated transactions involving the Corporation.

**IX.**  
**Control Share Acquisitions**

Pursuant to the provisions of Section 607.0902(5) of the Act, the Corporation elects not to be governed by the requirements or other provisions regarding control-share acquisitions described in Section 607.0902 of the Act. Therefore, the terms and provisions of Section 607.0902 will not apply

H98000019513

with respect to any control-share acquisition of any equity securities of the Corporation and the equity securities of the Corporation will have any and all other rights and privileges available under the Act.

**X.**  
**Bylaws**

The power to adopt, alter, amend or repeal bylaws will be vested in the Corporation's Board of Directors.

**XI.**  
**Indemnification**

The Corporation will indemnify any director or officer or any former director or officer, to the fullest extent permitted by law.

**XII.**  
**Amendment**

These Articles of Incorporation may be amended in the manner provided by law.


**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation on October 21, 1998.

  
\_\_\_\_\_  
Scott P. Weber, Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

Having been named Registered Agent and to accept service of process for the above-stated Corporation, at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I am familiar with and accept my obligations as registered agent and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: October 21, 1998.

  
\_\_\_\_\_  
Scott P. Weber

FILED  
98 OCT 22 AM 9:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
H98000019513