

# LABRECQUE & COMPANY

1202 Nebraska Ave., Palm Harbor, FL 34683

Fax 727-789-2021 **727-786-8228**

email: phcpa@webnetinc.com

USA 1-877-383-2332

June 2, 1999

Division of Corporation - New Filings Section

Florida Dept. of State

P.O. Box 6327

Tallahassee, FL 32314-6327

Re: Viewpoint Franchises, Inc.

600002895436-4

-06/04/99--01079--012

\*\*\*\*122.50 \*\*\*\*\*78.75

Gentlemen:

Enclosed are the executed Articles of Incorporation for Viewpoint Franchises, Inc. as well as a check in the amount of \$122.50 for the filing fees.

Please send a notice of the date of filing as well as the document number assigned to this business to the address shown above.

If you have any questions, please contact our office.

Very Truly Yours,  
LaBrecque & Company

*Edward C. LaBrecque CPA*  
Edward C. LaBrecque, C.P.A.

Enclosures

ECL: dpa

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JUN -4 PM 5:51

**ARTICLES OF INCORPORATION**  
**OF**  
**VIEWPOINT FRANCHISES, INC.**

The undersigned subscriber to these Articles of Incorporation hereby forms a corporation under the Florida General Corporation Act.

**ARTICLE I**

**NAME**

The name of the corporation is:

VIEWPOINT FRANCHISES, INC.

**ARTICLE II**

**GENERAL PURPOSE AND DURATION**

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act. The period of duration of this corporation is perpetual.

**ARTICLE III**

**CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock having a par value of \$1.00 per share.

**ARTICLE IV**

**ADDRESS**

The initial street address of the principal office of this corporation in the state of Florida is:

483 Mandalay Ave., Suite 210  
Clearwater Beach, FL 33767

## ARTICLES V

### DIRECTORS

The business of this corporation shall be managed by Board of Directors. There shall be two (2) Directors initially. The number of Directors may be increased, after such increase, decreased from time to time by bylaws adopted by the shareholders. In no event shall the number of shareholders be less than two (2). The name and street address of the members of the Board of Directors is:

Georgette Gillis  
108 Poinciana Lane  
Largo, FL 34640

Roderick Gillis, III  
108 Poinciana Lane  
Largo, FL 34640

## ARTICLE VI

### NON-RESIDENT DIRECTORS

Directors need not be residents of this state or shareholders unless the Articles of Incorporation or Bylaws so require.

## ARTICLE VIII

### INCORPORATORS

The name and address of the person signing the Articles of Incorporation as an incorporator is:

Roderick Gillis III  
108 Poinciana Lane  
Largo, FL 34640

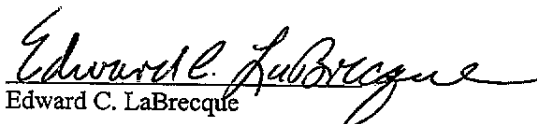
## ARTICLE VIII

### REGISTERED AGENT

The undersigned, an individual resident of the state of Florida whose business is:

Edward C. LaBrecque  
1202 Nebraska Ave.  
Palm Harbor, FL 34683

does hereby state that he accepts appointment as Registered Agent for this corporation.

  
Edward C. LaBrecque

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JUN -1, PM 5:51

**ARTICLE IX**

**BYLAWS**

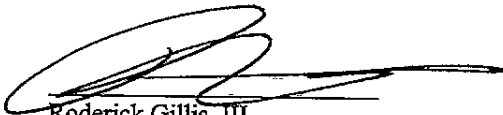
The power to adopt, alter, amend or repeal Bylaws shall be vested in and is hereby reserved to the shareholders. Bylaws shall be adopted, altered, amended or repealed as provided therein.

**ARTICLE X**

**AMENDMENT OF ARTICLES**


This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned executed these Articles of Incorporation this 2nd day of June 1999.

  
Roderick Gillis, III

State of Florida  
County of Pinellas

The foregoing instrument was acknowledged before me this 2nd day of June 1999, by Roderick Gillis, III who produced 15 personally known identification and who did not take an oath.

  
Notary Public

509518  
Commission Number

