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BECKMEYER & MULICK  
ISLAMORADA PROFESSIONAL CENTER  
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ISLAMORADA, FL 33036

TEL: (305) 664-3336  
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June 15, 1999

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32301

800002913809--7  
-06/24/99--01015--007  
\*\*\*\*122.50 \*\*\*\*\*78.75

RE: Katie's Korner, Inc.

Gentlemen:

Enclosed please find the Articles of Incorporation for the above corporation, together with a check in the amount of \$122.50 to cover the cost of the filing fee and a certified copy of the Articles of Incorporation.

Please have the enclosed documents filed and return to me a certified copy of the Articles. Thank you.

Very truly yours,

BECKMEYER & MULICK

By: Brad R. Gibbs

KB/ds

Enclosure

cc: Brad R. Gibbs

FILED  
1999 JUN 24 PM 4: 29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

1999 JUN 24 PM 4: 29

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**KATIE'S KORNER, INC.**

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 shall be:

**KATIE'S KORNER, INC.**

**ARTICLE II PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

18950 S. E. 23 Place  
Morrison, FL 32668

**ARTICLE III SHARES**

The number of shares of stock that this corporation is authorized to have

outstanding at any one time is:

100 shares at \$1.00 par value

**ARTICLE IV**  
**INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

Brad R. Gibbs  
18950 S. E. 23 Place  
Morrison, FL 32668

**ARTICLE V INCORPORATORS**

The names and street addresses of the incorporators to these Articles of Incorporation are :

Brad R. Gibbs  
18950 S. E. 23 Place  
Morrison, FL 32668

Patricia L. Gibbs  
18950 S. E. 23 Place  
Morrison, FL 32668

## ARTICLE VI   PREEMPTIVE RIGHTS

Preemptive Rights shall be as follows:

1. Shareholders of the corporation shall have preemptive rights to acquire their pro rata share of stock of the corporation for all issues of any class of stock of the corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to cash, other property, services, the acquisition of other corporations' shares or property through merger or the extinguishment of debts. Preemptive rights shall apply to the re-issuance of all redeemed or otherwise acquired shares, including the re-issuance of treasury shares.

2. This article pertaining to preemptive rights may not be amended or deleted without the unanimous vote of the shareholders of each affected class.

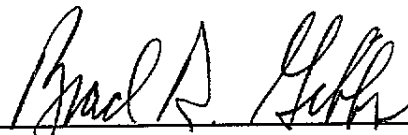
3. No issue of stock of the corporation shall take place unless the price at which the stock is to be issued shall be unanimously approved by the shareholders of the corporation.

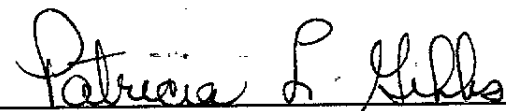
4. These preemptive rights shall apply to any corporate obligation which is convertible to or exchangeable for any stock of the corporation, or where there is attached to said obligation any stock warrants or rights which allow the holder to acquire by subscription or purchase any stock of the corporation.

ARTICLE VII AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

The undersigned incorporators have executed these Articles of Incorporation this 18 day of June, 1999.

  
\_\_\_\_\_  
Brad R. Gibbs, Incorporator

  
\_\_\_\_\_  
Patricia L. Gibbs, Incorporator

State of Florida

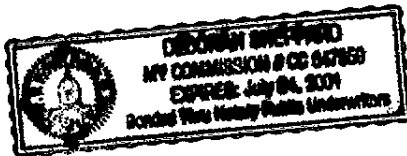
County of Monroe

The foregoing instrument was acknowledged before me this 18  
day of June, 1999, by Brad R. Gibbs and Patricia L. Gibbs. They are

personally known to me or have produced \_\_\_\_\_ as  
identification.

Deborah Sheppard  
Notary Public (Seal)

My Commission Expires:



Deborah Sheppard  
(Print Name of Notary Public)

FILED

1999 JUN 24 PM 4: 29

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

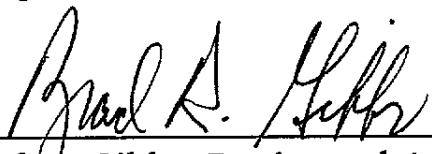
**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501 and 617.0501, 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 Katie's Korner, Inc.
2. The name and address of the registered agent and office is:

Brad R. Gibbs  
18950 S. E. 23 Place  
Morrison, FL 32668

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 Registered 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.

  
\_\_\_\_\_  
Brad R. Gibbs, Registered Agent

Dated: June 18, 1999