

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8800 • 1-800-342-8062 • Fax (850) 222-1222

P99000

102653

FUNFriends, Inc.

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-11/23/99--01024--011
*****78.75 *****78.75

- ☒ Art of Inc. File _____
- ____ LTD Partnership File _____
- ____ Foreign Corp. File _____
- ____ L.C. File _____
- ____ Fictitious Name File _____
- ____ Trade/Service Mark _____
- ____ Merger File _____
- ____ Art. of Amend. File _____
- ____ RA Resignation _____
- ____ Dissolution / Withdrawal _____
- ____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- ____ Photo Copy _____
- ____ Certificate of Good Standing _____
- ____ Certificate of Status _____
- ____ Certificate of Fictitious Name _____
- ____ Corp Record Search _____
- ____ Officer Search _____
- ____ Fictitious Search _____
- ____ Fictitious Owner Search _____
- ____ Vehicle Search _____
- ____ Driving Record _____
- ____ UCC 1 or 3 File _____
- ____ UCC 11 Search _____
- ____ UCC 11 Retrieval _____
- ____ Courier _____

FILED
99 NOV 24 AM 10:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RECEIVED
99 NOV 23 AM 10:44
DEPUTY CLERK
DIVISION OF CORPORATIONS
TALLAHASSEE FLORIDA

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

11/23/99 9:59



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 23, 1999

CAPITAL CONNECTION, INC.
417 E. VIRGINIA STREET, STE. 1
TALLAHASSEE, FL 32302

SUBJECT: FUN, INC.
Ref. Number: W99000026927

We have received your document for FUN, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6930.

Carolyn Batten
Document Specialist

Letter Number: 199A00056024

**ARTICLES OF INCORPORATION
OF
FUN FRIENDS, INC.**

The undersigned, acting as incorporator of Fun Friends, Inc., under the Florida General Corporation Act, adopts the following Articles of Incorporation.

FILED
99 NOV 24 AM 10:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME AND PRINCIPAL ADDRESS

The name and principal address of the corporation are as follows:

<u>Name</u>	<u>Address</u>
Fun Friends, Inc.	3951 Roberts Point Road, Sarasota, FL 34242

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence upon the filing hereof.

ARTICLE III. DURATION

The corporation will have a perpetual existence.

ARTICLE IV. PURPOSE

The general purpose or purposes for which the corporation is organized is to transact any or all lawful business for which a corporation may be incorporated under the Florida General Corporation Act.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having no par value. The consideration to be paid for each share shall be fixed by the board of directors and may be paid in whole or part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent and office of the corporation is as follows:

<u>Name</u>	<u>Address</u>
Thomas B. Luzier, Esq.	3400 S. Tamiami Tr., Sarasota, FL 34239

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial director is:

Name
Karin Leereveld

Address
3951 Roberts Point Road, Sarasota, FL 34242

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is: _____

Name
Thomas B. Luzier, Esq.

Address
3400 S. Tamiami Tr., Sarasota, FL 34239

The incorporator of the corporation assigns to this corporation his rights under Section 607.161, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

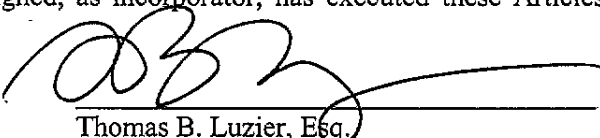
ARTICLE IX. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provided that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X. AMENDMENTS

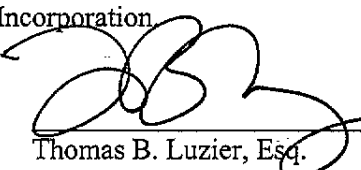
The corporation reserved the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

IN WITNESS WHEREOF, the undersigned, as incorporator, has executed these Articles of Incorporation this 18th day of November, 1999.


Thomas B. Luzier, Esq.
Incorporator

Acceptance by Registered Agent

The undersigned hereby accepts the appointment as Registered Agent of the corporation which appointment is contained in the foregoing Articles of Incorporation.


Thomas B. Luzier, Esq.

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TALLAHASSEE FLORIDA