

Martin J. Hanna, P.A.

Enclosures

MARTIN J. HANNA, ESQ.
ATTORNEY AT LAW

PATRICK DELANEY, ESQ.

COLONIAL PLACE
1515 UNIVERSITY DRIVE, SUITE 214
CORAL SPRINGS, FLORIDA 33071
(954) 755-6133
FAX: (954) 755-8344

November 24, 1999

SENT VIA AIRBORNE

Department of State
Division of corporations
409 East Gaines Street (Old Jail)
Tallahassee, Florida 32301

ATTENTION: CHARTER SECTION - NEW FILINGS

RE: ARTICLES OF INCORPORATION -

**BRANCHING OUT TREE SERVICE, INC
CANDLELITE ANTIQUES SHOPPE, INC**

Gentlemen:

Enclosed please find the following:

1. Original and one copy of proposed Articles of Incorporation for the above named Corporation.
2. Check Numbers payable to Department of State, in the amount of One Hundred Twenty-Two and 50/100 Dollars (\$122.50) which represents payment of the Filing Fee and a Stamped Certified Copy of the Articles.
3. A Airborne Express envelope is enclosed for the return of the copy of the Articles of Incorporation.

If you should have any questions, please feel free to contact me at (954) 755-6133.

Sincerely,

Martin J. Hanna
MARTIN J. HANNA

Enclosures

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FILED
99 NOV 24 AM 9:18
TALLAHASSEE, FLORIDA

12-1-99

ARTICLES OF INCORPORATION
OF
CANDLELITE ANTIQUES SHOPPE, INC.

FILED
JUN 24 AM 9:18
TALLAHASSEE, FLORIDA

The undersigned hereby associates himself for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a Corporation for profit.

ARTICLE I

The name of the Corporation shall be:

CANDLELITE ANTIQUES SHOPPE, INC.

ARTICLE II

The Corporation may engage in any activity of business permitted under the Laws of the United States and of the Laws of the State of Florida.

ARTICLE III

The authorized capital stock of this Corporation shall be 1000 shares of common stock of the par value of \$1.00 per share. The Shareholders are hereby granted pre-emptive right to any new issues of stock.

All of said stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the shareholders of the Corporation; property, services or labor may be purchased or paid for with the capital stock at a just valuation to be fixed by the Shareholders.

ARTICLE IV

The amount of capital with which this Corporation shall commence business shall be not less than Five Hundred Dollars (\$500.00).

ARTICLE V

This Corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE VI

The principal place of business of this Corporation shall be: 1515 University Drive, Ste 214, Coral Springs, FL 33071 with the privilege of having branch offices at other places within or without the State of Florida. Further, the Shareholders may from

time to time, move the principal place of business of this Corporation to any other address within or without the State of Florida.

ARTICLE VII

The business of this Corporation shall be managed by its Shareholders, rather than by a Board of Directors. In the management of the business of the Corporation, the act of the Shareholders representing a majority of the outstanding shares of the Corporation entitled to vote, represented in person or by proxy, shall be the act of the Shareholders. Each Shareholder shall be entitled to one (1) vote in person, or in proxy, for each share of voting stock held by him or her. A majority of the outstanding shares of the Corporation entitled to vote represented in person or proxy, shall constitute a quorum at any meeting of Shareholders for the management of the business of the Corporation.

ARTICLE VIII

The name and address of the Subscribers and initial Shareholders of this Corporation are as follows:

<u>Name</u>	<u>Title</u>	<u>Address</u>
Martin J. Hanna	President	1515 University Dr. Ste 214 Coral Springs, FL 33071
Martin J. Hanna	Vice-President	1515 University Dr. Ste 214 Coral Springs, FL 33071
Martin J. Hanna	Secretary	1515 University Dr. Ste 214 Coral Springs, FL 33071
Martin J. Hanna	Treasurer	1515 University Dr. Ste 214 Coral Springs, FL 33071

ARTICLE IX

The street address of the initial registered office of the Corporation is **1515 University Dr. Ste. 214, Coral Springs, Florida 33071** and the name of the initial **Registered Agent is: MARTIN J. HANNA, ESQ.**

ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Shareholders at a Shareholders' meeting by vote of the Shareholders voting the majority of the stock capable of being voted, unless

all Shareholders sign a written agreement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 23
day of November, 1999.

Martin J. Hanna
Martin J. Hanna, Incorporator

STATE OF FLORIDA }
 }
COUNTY OF BROWARD }

The foregoing instrument was acknowledged before me this 23 day of
November, 1999 by MARTIN J. HANNA, who is personally known to me or
who has produced his Drivers License as identification and who did not
take an oath.

Marcia A. Brinton

Printed Name:
Notary Public State of Florida

My Commission Expires:



MARCIA A. BRINTON
MY COMMISSION # CC581632 EXPIRES
September 2, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

Having been named to accept service of process for the above stated Corporation,
at the place designated in these Articles, I hereby agree to act in this capacity, and I
further agree to comply with the provisions of all Statutes relative to the proper and
complete performance of my duties.

Date:

11/23/99

Martin J. Hanna

MARTIN J. HANNA, ESQ.
Registered Agent
1515 University Drive
Suite 214
Coral Springs, FL 33071

FILED
99 NOV 24 AM 9:18
STATE OF FLORIDA
TALLAHASSEE, FLORIDA