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A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS  
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PORT ST. LUCIE, FLORIDA 34952  
FAX (561) 337-3103

P99000108173

Florida Department of State  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Smoothie Beach, Inc.  
Our File No.: 99-220

400003068284--9  
-12/13/99--01126--019  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir/Madam:

In connection with above-captioned matter, please find enclosed an original and one copy of Articles of Incorporation. Also enclosed is our firm's check in the amount of \$78.75 representing your filing fees.

If you have any questions or concerns, please contact the undersigned.

Very truly yours,

KRIEGER & FARLEY

By:

  
Thomas K. Farley

TKF/bp

Enclosures

FILED  
99 DEC 13 AM 10:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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T BROWN DEC 15 1999

**ARTICLES OF INCORPORATION**

**OF**

**SMOOTHIE BEACH, INC.**

**FILED**  
99 DEC 13 AM 10:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a corporation for the purpose hereinafter stated under and pursuant to the laws of the State of Florida, do hereby declare as follows:

**ARTICLE I**

**NAME**

The name of the corporation shall be SMOOTHIE BEACH, INC..

**ARTICLE II**

**BUSINESS AND PURPOSE**

The nature of the business which may be transacted by the corporation is as follows:

This corporation may engage in any activity or business permitted under the laws of the State of Florida, and shall enjoy all the rights and privileges of a corporation granted by the laws of the State of Florida.

**ARTICLE III**

**STOCK**

The maximum number of share of stock which this corporation is authorized to have outstanding at any time shall be 1000 shares of common stock having a par value of \$1.00 per share.

#### **ARTICLE IV**

##### **TERM OF EXISTENCE**

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

#### **ARTICLE V**

##### **PRINCIPAL OFFICE**

The principal office or place of business of the corporation shall be located at 4013 N.W. Cinnamon Circle, Jensen Beach, Florida, 34957, with the privilege of having its offices and branch offices at such other places within or without the State of Florida.

#### **ARTICLE VI**

##### **REGISTERED OFFICE AND REGISTERED AGENT**

The Registered Agent of this corporation shall be JAMES K. THOMPSON, a resident of Florida, and the Registered Office of the corporation shall be 4013 N.W. Cinnamon Circle, Jensen Beach, Florida, 34957.

#### **ARTICLE VII**

##### **BOARD OF DIRECTORS**

The affairs of this corporation shall be conducted by a Board of not less than one and not more than seven directors.

#### **ARTICLE VIII**

##### **INITIAL DIRECTORS**

The names and street addresses of the first Board of Directors, who, subject to the provisions of these Articles of Incorporation, shall hold office for the first year of the

corporation's existence or until their successors are elected and shall have qualified, are the following:

<u>NAME</u>	<u>ADDRESS</u>
JAMES K. THOMPSON	4013 N.W. Cinnamon Circle Jensen Beach, Florida 34957

#### **ARTICLE IX**

##### **INITIAL OFFICERS**

The names, offices, and street addresses of the first Officers of this corporation, who, subject to the provisions of these Articles of Incorporation, shall hold office for the first year of the corporation's existence or until their successors are elected and shall have qualified, are the following:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
JAMES K. THOMPSON	President and Secretary	4013 N.W. Cinnamon Circle Jensen Beach, Florida 34957

#### **ARTICLE X**

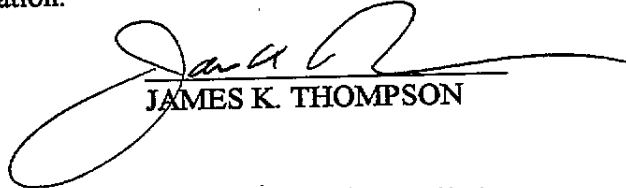
##### **INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is  
JAMES K. THOMPSON, 4013 N.W. Cinnamon Circle, Jensen Beach, Florida, 34957.

**ARTICLE XI**

**BEGINNING OF CORPORATE EXISTENCE**

The corporate existence of this corporation shall commence at 8:00 a.m. on the day of filing of these Articles of Incorporation.

  
JAMES K. THOMPSON


STATE OF FLORIDA        }  
                                      }  
COUNTY OF ST. LUCIE    }       SS:

ON THIS DAY, before me, an officer duly authorized to administer oaths and take acknowledgments in the County and State aforesaid, personally appeared JAMES K. THOMPSON, personally known to me and to me well known to be the incorporator of SMOOTHIE BEACH, INC., who acknowledged that he executed the same as such incorporator for the purposes therein expressed.

WITNESS my hand and official seal at Port St. Lucie, County of St. Lucie, State of Florida, on this 6<sup>th</sup> day of December, 1999.



Beverly J. Parsons  
MY COMMISSION # CC525901 EXPIRES  
January 21, 2000  
BONDED THRU TROY FAIR INSURANCE, INC.

  
Beverly J. Parsons, Notary Public  
State of Florida, At Large  
Commission Number: CC-525901

My Commission Expires: 1/21/2000

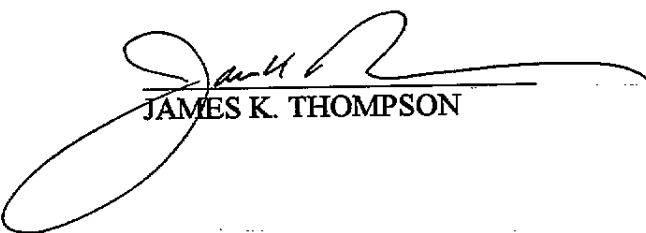
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

**FILED**  
99 DEC 13 AM 10:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.081, Florida Statutes, the following is submitted in compliance with said Act:

1. SMOOTHIE BEACH, INC., arising to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at the City of Port St. Lucie, State of Florida, has named JAMES K. THOMPSON, located at 4013 N.W. Cinnamon Circle, Jensen Beach, Florida, 34957, as its agent to accept service of process within this State.

2. Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

  
JAMES K. THOMPSON