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ACCOUNT NO. : 072100000032

REFERENCE : 520770 9020A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

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DIVISION OF CORPORATIONS
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ORDER DATE : December 17, 1999

ORDER TIME : 2:43 PM

ORDER NO. : 520770-005

CUSTOMER NO: 9020A

CUSTOMER: David L. Mackay, Esq.
MACKAY & RANER, P. A.
MACKAY & RANER, P. A.
P. O. Box 206

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-12/20/99-01001-016
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Ocala, FL 34478-0206

DOMESTIC FILING

NAME: PLANET SMOOTHIE OF WATERFORD
LAKES, FLORIDA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

703

W99-28942

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TALLAHASSEE, FLORIDA

12/21/99



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 DEC 17 AM 10:16

December 20, 1999

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: PLANET SMOOTHIE OF WATERFORD LAKES FLORIDA, INC.
Ref. Number: W99000028942

RESUBMIT
Please give original
submission date as file date.

We have received your document for PLANET SMOOTHIE OF WATERFORD LAKES FLORIDA, INC.. However, the document has not been filed and is being returned for the following:

Article VII states there will be SEVEN director(s), whereas SIX is/are listed.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 599A00059472

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 DEC 17 AM 10:16

PLANET SMOOTHIE OF WATERFORD LAKES, FLORIDA, INC.

ARTICLE I - Name

The name of this corporation is **PLANET SMOOTHIE OF WATERFORD LAKES, FLORIDA, INC.**

ARTICLE II - Duration

The period of its duration is perpetual.

ARTICLE III - Purpose

This corporation is organized for the purpose of transacting any and all lawful business and activities permitted under the laws of the United States and Florida.

ARTICLE IV - Capital Stock and Voting Rights

The aggregate number of shares which this corporation shall have authority to issue and have outstanding at any time shall be 15,000 shares of common stock of par value of \$.10 per share.

**ARTICLE V - Initial Registered Office,
Principal Office and Mailing Address**

The street address of the initial registered office, the principal office and mailing address of the corporation is 10185 Northwest Highway 225-A, Ocala, Florida, 34482.

**ARTICLE VI - Initial Registered
Agent - Designation and Acceptance**

The name of the initial registered agent of this corporation is **DANIEL J. HIRSCHY**, whose address is 10185 Northwest Highway 225-A, Ocala, Florida, 34482, who signed these Articles of Incorporation to indicate his acceptance and agreement to act in this capacity as contemplated by § 607.164, Florida Statutes.

ACCEPTANCE

I HEREBY ACCEPT the appointment as Registered Agent of **PLANET SMOOTHIE OF WATERFORD LAKES, FLORIDA, INC.**, and agree to act in that capacity.



DANIEL J. HIRSCHY, Registered Agent

ARTICLE VII - Board of Directors

The corporation shall initially have ~~six~~ (6) Directors, who shall serve concurrent one-year terms. The number of Directors may be increased or decreased by amendment to the bylaws of the corporation. The names and addresses of the initial Directors of this corporation are:

Nicholas Grieco	4270 River Club Drive Cumming, Georgia 30041
Daniel J. Hirschy	10185 Northwest County Highway 225-A Ocala, Florida 34482
Michael Juliano	24 Silver Hollow North Brunswick, New Jersey 08902
Roland Juliano	11 Brandywine Way Middletown, New Jersey 07748
Jeffrey Petruzzello	26 Pueblo Court Morganville, New Jersey 07751

Janet R. Mihalik

8320 Northwest 47th Street
Ocala, Florida 34482

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ARTICLE VIII - Amendment of Articles

These Articles of Incorporation shall only be amended by a unanimous vote of the shares carrying voting rights.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 16th day of December, 1999.

SUBSCRIBER:



DANIEL J. HIRSCHY