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Charles A. Hall Allorney and Counselor at Law

New Smyrna Beach, Florida 32168 Telephone (904) 427-1394

March 29, 1995

Corporate Rocords Bureau Division of Corporations Department of State P. O. Box 6327 Tallahassee, Florida 32314

RE: GILLY'S PROMOTIONS OF FLORIDA, INC.

Gentlemen:

I am enclosing herewith an original and a copy of Articles of Incorporation and Acceptance of Resident Agent for the abbve named corporation, together with my trust account check in the amount of \$122.50 which represents the following:

Filing Fee \$ 35.00 \$ 52.50 Registered agent fee \$ 35.00 \$ 122.50

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Yours very truly,

CHARLES A. HALL

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ARTICLES OF INCORPORATION

OF

GILLY'S PROMOTIONS OF FLORIDA, INC.

THE UNDERSIGNED, for the purpose of forming a corporation under Chapter 607, Florida Statutes (Florida Business Corporation Act), hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is GILLY'S PROMOTIONS OF FLORIDA, INC..

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

The general purposes for which the corporation is organized are:

- The organization and/or operation of promotions and events of all types.
- 2.) The transaction of any other lawful business for which the corporation may be incorporated under Federal and Florida law.
- 3.) To do such things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

The aggregate number of shares which the corporation is authorized to issue is One Hundred (100). Such shares shall be of a single class, and shall be without par value. In addition to the corporation being authorized to issue only one class of stock, all issued stock shall be held of record by not more than ten (10) persons, and stock shall be issued and transferable only to natural persons who are not non-resident aliens.

ARTICLE V

The street and mailing address of the principal office of the corporation is 823 Ocean Avenue, New Smyrna Beach, Florida 32169. The name and address of its initial registered agent for service of process is Gilbert V. Aguiar, 823 Ocean Avenue, New Smyrna Beach, Florida 32169.

ARTICLE VI

The corporation shall have no Board of Directors, and all the corporate powers shall be exercised by, and the business and affairs of the corporation shall be controlled and managed by the stockholders.

ARTICLE VII

The following is the officer of the corporation, who shall oversee the daily operation of the corporation; and his address is:

1. Gilbert V. Aguiar 823 Ocean Avenue President
New Smyrna Beach, FL 32169

ARTICLE VII

The name and address of the incorporator is:

1. Gilbert V. Aguiar 823 Ocean Avenue President New Smyrna Beach, FL 32169

EXECUTED this 3-39-97 day of MARCh, 1995.

Solbert V. Kenon (SEAL)

STATE OF FLORIDA COUNTY OF VOLUSIA

BEFORE ME, personally appeared GILBERT V. AGUIAR, personally known to me to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 30 day of Manch,

My commission expires:

(Seal)

Notary Public State of Florida Printed Name: (howless 19. Hav Commission Number: CC164911

NOTARY PUBLIC STATE OF PLORIDA MY COMMISSION EXPLINOY, 25,1995 BONDED THRU GENERAL EVS. UND.

ACCEPTANCE AS RESIDENT AGENT

I HEREBY CERTIFY that I am a permanent resident of 823 Ocean Avenue, New Smyrna Beach, Florida 32169, and that my office and place of business is 823 Ocean Avenue, New Smyrna Beach, Florida. I hereby accept the foregoing designation as Resident Agent of GILLY'S PROMOTIONS OF FLORIDA, INC..

Executed this 3/09 day of MARCK, 1995.

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

APPLICATION FOR REINSTATEMENT



FLORIDA DEPARTMENT OF STATE

Bandra B. Mortham Secretary of State

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DOCUMENT #

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GILLY'S PROMOTIONS OF FLORIDA, INC.

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Making Additions

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