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FILED
99 JUL 26 PM 6:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 21, 1999

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

500002941065--E
07/26/99 01083 010
*****87.50 *****87.50

Re: Fantasy Fanblades, Inc.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$87.50 representing the cost of the Filing Fees, two (2) certified copies of Articles of Incorporation and fee for Registered Agent Designation for the above named corporation.

Very truly yours,

Wm M. Davis III

William M. Davis, III

for Fantasy Fanblades Inc.

2019 Florida Avenue
West Palm Beach FL 33401

D. BROWN JUL 30 1999

ARTICLES OF INCORPORATION

of

FANTASY FANBLADES, INC.

(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

FANTASY FANBLADES, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 500 shares of common stock, par value \$ 1.00 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS <u>2019 FLORIDA AVENUE</u>		
CITY <u>WEST PALM BEACH</u>	FLORIDA	ZIP <u>33401</u>
Mailing address, if different		
STREET ADDRESS		
CITY	FLORIDA	ZIP

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME <u>WILLIAM M DAVIS III</u>		
ADDRESS <u>2019 FLORIDA AVENUE</u>		
CITY <u>WEST PALM BEACH</u>	FLORIDA	ZIP <u>33401</u>

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ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	WILLIAM S. MANTHY		
ADDRESS	2019 FLORIDA AVENUE		
CITY	WEST PALM BEACH	STATE	FLORIDA ZIP 33401
NAME	WILLIAM M. DAVIS III		
ADDRESS	2019 FLORIDA AVENUE		
CITY	WEST PALM BEACH	STATE	FLORIDA ZIP 33401
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	WILLIAM S. MANTHY		
ADDRESS	2019 FLORIDA AVENUE		
CITY	WEST PALM BEACH	STATE	FLORIDA ZIP 33401
NAME	WILLIAM M. DAVIS III		
ADDRESS	2019 FLORIDA AVENUE		
CITY	WEST PALM BEACH	STATE	FLORIDA ZIP 33401
NAME			
ADDRESS			
CITY		STATE	ZIP

The undersigned incorporator(s) have executed these Articles of Incorporation this 21ST day of JULY, 1999.

Wm M. Davis III (Signature)

William S. Manthy (Signature)

____ (Signature)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FANTASY FANBLADES, INC
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 2019 FLORIDA AVENUE
WEST PALM BEACH, FLORIDA 33401
has named WILLIAM M. DAVIS III

located at the aforesaid address, as its registered agent to accept service of process within this state.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

William S. Monthly
(Signature)

JULY 21, 1999
(Date)