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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
409 E. GAIMES STREET
TALLAHASSEE, FL 32399
JANUARY __, 2000

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-01/12/00--01077--009
*****122.50 *****78.75

SUBJECT: PARROT PLAYSTANDS, INC.

ENCLOSED PLEASE FIND AN ORIGINAL AND ONE(1) COPY OF THE ARTICLES
OF INCORPORATION FOR THE ABOVE CORPORATION AND A CHECK IN THE
AMOUNT OF \$122.50.

FROM: PARROT PLAYSTANDS, INC.
302 CHELSEA DRIVE
PANAMA CITY BEACH, FL 32413
850-233-6963

FILED
00 JAN 12 PM 4:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T BROWN JAN 20 2000

ARTICLES OF INCORPORATION

OF

PARROT PLAYSTANDS, INC.

FILED
00 JAN 12 PM 4:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED INCORPORATOR(S), FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATIONS ACT, HEREBY ADOPT(S) THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I NAME

THE NAME OF THE CORPORATION SHALL BE:

PARROT PLAYSTANDS, INC.

ARTICLE II PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE:

**302 CHELSEA DRIVE
PANAMA CITY BEACH, FL 32413**

ARTICLE III CAPITAL STOCK

THE NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS:

25,000 COMMON - \$1.00 PAR VALUE

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

THE NAME AND ADDRESS OF THE INITIAL REGISTERED AGENT IS:

**CHANCE HILL
302 CHELSEA DRIVE
PANAMA CITY BEACH, FL 32413**

ARTICLE V INCORPORATOR(S)

THE NAME(S) AND STREET ADDRESS(ES) OF THE INCORPORATOR(S) TO THESE
ARTICLE OF INCORPORATION IS(ARE):

CHANCE HILL
302 CHELSEA DRIVE
PANAMA CITY BEACH, FL 32413

THE UNDERSIGNED HAS(HAVE) EXECUTED THESE ARTICLES OF INCORPORATION
THIS 2 DAY OF January, 2000.

Chance Hill President
SIGNATURE / TITLE

CERTIFICATE OF DESIGNATION

REGISTERED AGENT / REGISTERED OFFICE

FILED
00 JAN 12 PM 4:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS:

PARROT PLAYSTANDS, INC.

2. THE NAME OF THE REGISTERED AGENT AND OFFICE IS:

CHANCE HILL
302 CHELSEA DRIVE
PANAMA CITY BEACH, FL 32413

SIGNATURE Chance Hill
(CORPORATE OFFICER)

TITLE _____ PRESIDENT _____

DATE January 2, 2000

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 PER-
FORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGA-
TIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE Chance Hill

DATE January 2, 2000