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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 568193 7131731

AUTHORIZATION :

Patricia Pappas

COST LIMIT : \$ 78.75

ORDER DATE : January 28, 2000

ORDER TIME : 11:21 AM

ORDER NO. : 568193-005

CUSTOMER NO: 7131731

CUSTOMER: Melissa Johnson, Esq
CLARK PARTINGTON HART LARRY
CLARK PARTINGTON HART LARRY
151 Regions Way, Suite 6a

Destin, FL 32541

DOMESTIC FILING

NAME: NIGEL MANLEY'S, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

EXAMINER'S INITIALS:

APPROVED
AND
FILED
00 JAN 28 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7000003114667--6

RECEIVED
00 JAN 28 PM 2:56
FLORIDA
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00-28-00

ARTICLES OF INCORPORATION
OF
NIGEL MANLEY'S, INC.,
a Florida corporation

The undersigned incorporators, TIM EDWARDS and CHESTER KROEGER, natural persons competent to contract, hereby present these Articles of Incorporation for the formation of a corporation under the provisions of Chapter 607, Florida Statutes.

ARTICLE I - NAME

The name of this corporation is *NIGEL MANLEY'S, INC.*, a Florida corporation.

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of the corporation is 20001-A Emerald Coast Parkway, Destin, Florida 32541.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of \$1.00 par value common stock.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - RESTRICTIONS ON TRANSFER OF STOCK

Unless waived by written agreement among this corporation and its shareholders, shares held by persons receiving shares in the initial issue of stock in this corporation may not be resold to other persons unless such shares are first offered to this corporation, and, if not so purchased, then to the other shareholders at the price and terms identical to the proposed sale to a third person. The restrictions contained in this Article VI may be modified by a separate written agreement among the corporation and the shareholders receiving shares in the initial issuance of stock of the corporation.

APPROVED
AND
FILED
00 JAN 28 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of this corporation shall be 151 Regions Way, Suite 6-A, Destin, Florida 32541, and the name of the initial registered agent of this corporation at that address is Melissa E. Johnson, Esq..

ARTICLE VIII - 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 bylaws of the corporation, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

Tim Edwards

20001-A Emerald Coast Parkway
Destin, Florida 32541

Chester Kroeger

20001-A Emerald Coast Parkway
Destin, Florida 32541

ARTICLE IX - INCORPORATORS

The names and addresses of the persons signing these Articles are:

Tim Edwards

20001-A Emerald Coast Parkway
Destin, Florida 32541

Chester Kroeger

20001-A Emerald Coast Parkway
Destin, Florida 32541

ARTICLE X - COMMENCEMENT OF CORPORATE EXISTENCE

The date for commencement of this corporation's existence shall be the date these Articles of Incorporation are filed with the Secretary of State of Florida.


ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the 27th day of January, 2000.

INCORPORATORS:

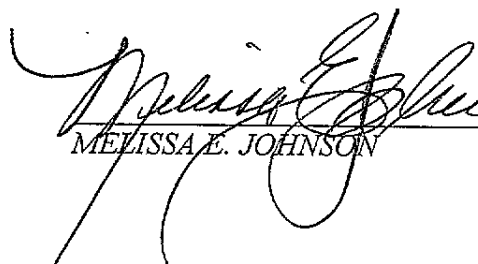
 (SEAL)
TIM EDWARDS

 (SEAL)
CHESTER KROEGER

* * *

ACCEPTANCE BY REGISTERED AGENT

I DO HEREBY accept the foregoing designation as registered agent of NIGEL MANLEY'S, INC. Further, I am familiar with and accept the duties and obligations of such designation.

 (SEAL)
MELISSA E. JOHNSON

APPROVED
AND
FILED
00 JAN 28 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA