CONERLY & HELMICH

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Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

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From:

Account Name : CONERLY & HELMICH, P.L.L.C.

Account Number : 119990000084

Phone

: (850)837-5118

Fax Number

: (850)837-5187

FLORIDA PROFIT CORPORATION OR P.A.

Baskin' in the Sun, Inc.

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02/09/2000

CONERLY & HELMICH

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be: BASKIN' IN THE SUN, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

26 Highway 98E Destin, Florida 32541

<u>ARTICLE III SHARES</u>

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

-7500-

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Lamar Conerly, Jr. 34851 Emerald Coast Parkway, Ste. 100 Destin, Florida 32541

ARTICLE V INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation are:

Lamar Conerly, Jr. P.O. Box 5499 Destin, FL 32540

Signature/Incorporator

2-8-00

Date

Having been named as registered agent and to accept services 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.

Signature/Registered Agent

Z-8-0t

Date

Lamar Conerly, Jr. Post Office Box 5499 Destin, FL 32540 FL Bar No. 0998397