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Shelley & Holland

Councillors at Law

*313 South Palmetto Avenue
Daytona Beach, Florida 32114
904-252-2531
Fax 258-0392*

*Specializing in:
Estate Planning
Trusts & Estates
Real Property*

February 6, 2000

Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, Florida 32399

100003132521--9
-02/11/00-01053-013
*****78.75 *****78.75

Re: Articles of Incorporation for S & S MARINE CANVAS, INC.

Dear Sirs:

Please find our check in the amount of \$78.75 to cover the following fees and charges for the enclosed Articles of Incorporation and Designation:

Filing Fee	\$ 35.00
Designation	\$ 35.00
Certified Copy	\$ 8.75

A copy is also enclosed for certifying. Thank you for your assistance in this matter.

Sincerely,

WDS Shelley
W. Denis Shelley, Esq.

WDS/tle

FILED
00 FEB 11 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02/16

**ARTICLES OF INCORPORATION
OF
S & S MARINE CANVAS, INC.**

ARTICLE I. NAME

The name of the Corporation is **S & S MARINE CANVAS, INC.** The principal place of business of this Corporation shall be **94 Dunlawton Ave., Port Orange, Florida 32127**.

ARTICLE II. PURPOSE

This Corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

This Corporation is authorized to issue **one thousand (1000)** shares of common stock having no par value, which shall be designated "common shares".

ARTICLE IV. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of this Corporation is **94 Dunlawton Ave., Port Orange, Florida 32127** and the name of the initial registered agent of this Corporation at that address is **ARLENE DAVIS**.

ARTICLE V. TERM OF EXISTENCE

The Corporate existence of this Corporation shall be perpetual, commencing on the day and date of the filing of these Articles with the Department of State.

ARTICLE VI. INITIAL OFFICERS AND DIRECTORS

This Corporation shall have four (4) directors initially. The names and addresses of the initial officers and directors of this Corporation are as follows:

FILED
00 FEB 11 PM 3:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARLENE DAVIS
3915 S. Atlantic Ave.
Daytona Beach, Florida 32118

Director/President

MARY L. REAM
4000 Cardinal Blvd.
Wilbur By The Sea, Florida 32127

Director/Secretary

LOYAL E. REAM
4000 Cardinal Blvd.
Wilbur By The Sea, Florida 32127

Director/Treasurer

PETER DAVIS
3915 S. Atlantic Ave.
Daytona Beach, Florida 32118

Director

ARTICLE VII. INCORPORATOR(S)

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

ARLENE DAVIS
3915 S. Atlantic Ave., Daytona Beach, Florida 32118

MARY L. REAM
4000 Cardinal Blvd., Wilbur By The Sea, Florida 32127

LOYAL E. REAM
4000 Cardinal Blvd., Wilbur By The Sea, Florida 32127

ARTICLE VIII. AMENDMENT

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

ARTICLE IX. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share at the price at which it is offered to others.

In witness whereof the undersigned Incorporator has executed these Articles of Incorporation
this 9th day of February, 2000.

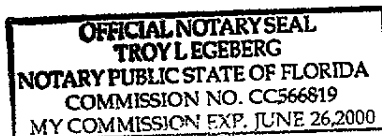
Arlene Davis
ARLENE DAVIS

Mary L. Ream
MARY L. REAM

Loyal E. Ream
LOYAL E. REAM

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 9th day of February, 2000, by
ARLENE DAVIS, MARY L. REAM and LOYAL E. REAM who is (are) personally known to me
and who has (have) produced a driver's license as identification.



Troy L. Egeberg
Notary Public, State of Florida
My Commission expires:

ACKNOWLEDGMENT BY DESIGNATED AGENT

Having been named to accept service of process for the above stated Corporation, at the place
designated in these Articles and I hereby accept the appointment as Registered Agent and agree to
act in this capacity I further agree to comply with the provision of Florida 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.

Dated 2/9/00

By: Arlene Davis
ARLENE DAVIS
Resident Agent