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Stefanie Mead & John Mead
425 W. Dearborn Street
Englewood, Fl. 34223

February 9, 2000

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*****78.75 *****78.75

Department of State
Corporate Records/Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

To the Secretary of State:

Enclosed please find one (1) original and one (1) copy of the Articles of Incorporation of
SEA WITCH BOUTIQUE & GALLERY, INC.

Also enclosed is a check made payable for \$78.75 which includes the statutory filing fees and
certificate. Your assistance in establishing the corporation to be known as SEA WITCH
BOUTIQUE & GALLERY, INC. is appreciated.

Very truly yours,

Stefanie Mead
Stefanie Mead

FILED
00 FEB 14 AM 9:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

gj2/17

**ARTICLES OF INCORPORATION
OF
SEA WITCH BOUTIQUE & GALLERY, INC.**

FILED
00 FEB 14 AM 9:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME OF CORPORATION

The name of this corporation shall be SEA WITCH BOUTIQUE
& GALLERY, INC.

ARTICLE II

DURATION

The corporation shall have perpetual existence unless sooner dissolved by law.

ARTICLE III

PURPOSES

The purpose of this corporation is to engage in any activities or business permitted under the
laws of the United States and Florida.

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

ARTICLE V

AMENDMENT OF ARTICLES

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by a majority of the stock issued and entitled to be voted, unless all the Directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE VI

PRINCIPAL OFFICE AND AGENT

The street address of this corporation's principal office is 425 West Dearborn Street, Englewood, Florida 34223. The initial registered agent of this corporation is Stefanie Mead, whose mailing address is 2200 Forked Creek Drive, Englewood, Florida 34223.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The names and addresses of the initial Directors and Officers of the corporation, who shall hold such offices for the first year and/or until their successors are chosen and duly qualified, shall be:

Stefanie Mead	2200 Forked Creek Drive	Englewood, Florida 34223
John Mead	2200 Forked Creek Drive	Englewood, Florida 34223

ARTICLE VII

INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Stefanie Mead
2200 Forked Creek Drive
Englewood, Florida 34223

ARTICLE VIII

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in the State of Florida, this 9th day of FEBRUARY, 2000.

Stefanie Mead
Incorporator

STEFANIE MEAD

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

That Sea Witch Boutique & Gallery, inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 425 West Dearborn Street, Englewood, Florida 34223, has named as its agent Stefanie Mead. located at 2200 Forked Creek Drive, Englewood, Fl. 34223, to accept service of process within Florida.

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

DATED this 9th day of February, 2000

Stefanie Mead

Stefanie Mead
Registered Agent

FILED
00 FEB 14 AM 9:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA