Hays House 48 Avenue D Post Office Box 789 Apalachicola, Florida 32329

Telephone: 850-653-1090 Facsimile: 850-653-1091 Email: markcpa@gtcom.net

Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

SUBJECT: Aaron's On The Bay, Inc.

Enclosed is an original and one(1) copy of the articles of incorporation and a check for the Filing Fee and Certificate of Status (\$78.75).

FROM: Mark W. Friedman, CPA

P.O. Box 789

Apalachicola, Florida 32329

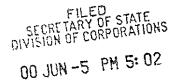
(850) 653-1090

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Member

American Institute of Certified Public Accountants
Florida Institute of Certified Public Accountants

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ARTICLES OF INCORPORATION Of

Aaron's On The Bay, Inc.

The undersigned subscriber to these Articles of Incorporation, desiring to form a corporation under the laws of the State of Florida, does hereby accept all of the rights and privileges, benefits and obligations conferred and imposed by said laws and does hereby adopt the following Articles of Incorporation as the Charter of the Corporation hereby organized.

ARTICLE I - Name

The name of the corporation shall be:

Aaron's On The Bay, Inc.

ARTICLE II - Principal Office

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

Mailing AddressPrincipal Place of Business415 Sawyer Street83 Highway 98St. George Island, FL 32328Eastpoint, FL 32328

ARTICLE III - Duration

This corporation shall have perpetual existence, commencing upon the filing of these Articles of Incorporation with the Department of State, State of Florida.

ARTICLE IV - Shares

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

100 shares of common stock

ARTICLE V - Initial Registered Agent and Street Address

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

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

00 JUN -5 PM 5: 02

Aaron M. Wray 415 Sawyer Street St. George Island, FL 32328

ARTICLE VI - Incorporators

The names and street addresses of the incorporators for these Articles of Incorporation and the initial officers of the Corporation are as follows:

Aaron M. Wray, President

415 Sawyer Street

St. George Island, FL 32328

The undersigned incorporator has executed these Articles of Incorporation this the 30th day of May, 2000.

Maron M. Wray/Incorporator

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 performance of m duties, and I am familiar with and accept the obligations of my position as registered agent.

Aaron M. Wray/Registered Agent

35/31/00