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Florida Department of State

Division of Corporations

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

Sand Dollar Distributors, Inc.

Certificate of Status	1
Certified Copy	1
Page Count	06
Estimated Charge	\$87.50

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ARTICLES OF INCORPORATION
OF
SAND DOLLAR DISTRIBUTORS, INC.
a Florida corporation

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

ARTICLE I

CORPORATE NAME

The name of the corporation is Sand Dollar Distributors, Inc. (the "Corporation")

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ARTICLE II

PURPOSE

The purpose for which the Corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE III

PRINCIPAL OFFICE

The principal place of business and mailing address of the Corporation shall be 3184 N. Andrews Extension, Pompano Beach, Florida 33064.

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ARTICLE IV
CAPITAL STOCK

The Corporation is authorized to issue Ten Thousand (10,000) shares in the aggregate, which shares shall be of a single class of common stock and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V
INITIAL REGISTERED AGENT AND STREET ADDRESS

The street address of the initial registered agent of the Corporation is 850 Park Shore Drive, Third Floor, Naples, Florida 34103, and the name of its initial registered agent at such address is Jeanne L. Seewald.

ARTICLE VI
INCORPORATOR

The name and address of the incorporator is Gregory C. Sandefur, 3402 Texas Boulevard, Texarkana, Texas 75503.

ARTICLE VII
BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors is one (1) and the name and address of the person who is to serve as Director until the first annual meeting of the shareholders or until his successor is elected and qualified is:

Gregory C. Sandefur
3402 Texas Boulevard
Texarkana, Texas 75503

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ARTICLE VIII**DURATION**

The duration of the Corporation is perpetual commencing upon the filing of these Articles of Incorporation with the Secretary of the State of Florida.

ARTICLE IX**BY-LAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

ARTICLE X**INDEMNIFICATION**

The Corporation shall indemnify any officer and/or director, or any former officer and/or director to the full extent of the law.

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Florida, the undersigned, constituting the sole incorporator of this Corporation, has executed these Articles of Incorporation this 27 day of June, 2000.

INCORPORATOR:



Gregory C. Sandefur

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STATE OF TEXAS)

COUNTY OF Brewer

)SS:

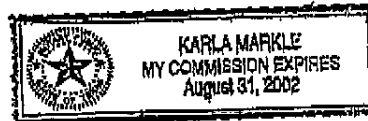
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The foregoing instrument was acknowledged before me this 27th day of June, 2000, by Gregory C. Sandefur, who ~~X~~ is personally known to me, or who () has produced _____ as identification.

Karla Markle
NOTARY PUBLIC, STATE OF TEXAS

Name: KARLA MARKLE
(Type or Print)

My Commission Expires: Aug 31, 2002



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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

Sand Dollar Distributors, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Pompano Beach, State of Florida, has named Jeanne L. Seewald, 850 Park Shore Drive, Naples, Florida 34103, as its agent to accept service of process within Florida.

SAND DOLLAR DISTRIBUTORS, INC.,
a Florida corporation

By: 

Gregory C. Sandefur, Incorporator

Dated: June 27, 2000

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TALLAHASSEE, FLORIDA

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


Jeanne L. Seewald, Registered Agent

Dated: June 30, 2000

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