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# ARTICLES OF INCORPORATION OF FLORIDA COUNTRY STORES, INC...

THE UNDERSIGNED, for the purpose of forming a corporation under the Florida General Corporation Act, do(es) hereby adopt the following Articles of Incorporation:

## ARTICLE I: NAME OF CORPORATION

The name of the corporation is FLORIDA COUNTRY STORES, INC., and the mailing address is 55 Harbor Drive, Islamorada, Florida 33036.

ARTICLE II: DURATION

The duration of the corporation is perpetual.

ARTICLE III: PURPOSE

The general purpose for which the corporation is organized is:

To transact all lawful business for which the corporation may be incorporated under the Florida General Corporation Act, or engage in any other trade or business which can, in the opinion of the Board of Directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.

#### ARTICLE IV: NUMBER OF SHARES

The aggregate number of shares which the corporation is authorized to issue is 1,000 shares. Shares are of a single class, and shall have a par value of One Dollar (\$1.00).

### ARTICLE V

The power to adopt, amend or repeal bylaws shall be vested in the Board of Directors and Shareholders. The Board of Directors may not alter, amend or repeal any bylaws adopted by the Shareholders if the Shareholders provide that the bylaws shall not be altered, amended or repealed by the Board of Directors.

#### ARTICLE VI

The street address of the initial registered office of the corporation is 55 Harbor Drive, Islamorada, Florida 33036, and the name of its resident agent is GREGORY McKENZIE.

### ARTICLE VII: NUMBER OF DIRECTORS

The number of directors constituting the initial Board of Directors of the corporation is one or more. The name and address of the initial director is:

GREGORY McKENZIE 55 Harbor Drive Islamorada, Florida 33036



#### ARTICLE VIII

The name and address of the corporation is:

FLORIDA COUNTRY STORES, INC. 55 Harbor Drive, Islamorada, Florida 33036.

EXECUTED AT Monroe County, Florida, this 3/ day of Augus 7, 2000.

STATE OF FLORIDA COUNTY OF MONROE

THE FOREGOING INSTRUMENT was acknowledged before me this 3/ day of Augus 1

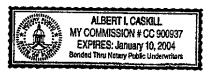
2000, by GREGORY McKENZIE, who is personally known to me or has produced his PERSONALLY KNOWN as identification and who did (x) or did not () take an oath, and who acknowledged before me that he executed the foregoing Certificate of Incorporation as his free act and deed and for the uses and purpose therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal the day and year first written above.

My Commission Expires:

JAMISSION # C JAMISSION # C EXPIRES: January 10, 2004 Bonded Thru Notary Public Underwillers

PUBLIC, State of Florida



# CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

#### FIRST:

That FLORIDA COUNTRY STORES, INC., under the Laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at the city of Islamorada, County of Monroe, State of Florida, has named GREGORY McKENZIE, located at 55 Harbor Drive, Islamorada, Florida 33036, as its agent to accept service of process within this State.

#### ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

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