

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO00000088347  
Thirsty Whale, Inc.

500003397685-18  
-09/19/00--01013--017  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

- ✓ Art of Inc. File Cert.
- \_\_\_ LTD Partnership File
- \_\_\_ Foreign Corp. File
- \_\_\_ L.C. File
- \_\_\_ Fictitious Name File
- \_\_\_ Trade/Service Mark
- \_\_\_ Merger File
- \_\_\_ Art. of Amend. File
- \_\_\_ RA Resignation
- \_\_\_ Dissolution / Withdrawal
- \_\_\_ Annual Report / Reinstatement
- ✓ Cert. Copy
- \_\_\_ Photo Copy
- \_\_\_ Certificate of Good Standing
- \_\_\_ Certificate of Status
- \_\_\_ Certificate of Fictitious Name
- \_\_\_ Corp Record Search
- \_\_\_ Officer Search
- \_\_\_ Fictitious Search
- \_\_\_ Fictitious Owner Search
- \_\_\_ Vehicle Search
- \_\_\_ Driving Record
- \_\_\_ UCC 1 or 3 File
- \_\_\_ UCC 11 Search
- \_\_\_ UCC 11 Retrieval
- \_\_\_ Courier

Signature \_\_\_\_\_

Requested by: cm

Name \_\_\_\_\_

Date 9/19

Time 9:45-92

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

61 SEP 00  
SEP 19 2000

**ARTICLES OF INCORPORATION  
FOR  
THIRSTY WHALE, INC.**

The undersigned hereby form a corporation pursuant to Chapter 607 of the Florida Statutes.

**ARTICLE ONE**

**NAME**

The name of this corporation shall be THIRSTY WHALE, INC.

**ARTICLE TWO**

**DURATION**

This corporation shall have perpetual existence.

**ARTICLE THREE**

**PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE FOUR**

**CAPITAL STOCK**

This corporation is authorized to offer and issue 1000 shares of \$1.00 par value common stock.

FILED  
00 SEP 19 AM 10:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE FIVE**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office is 1520 NW Federal Highway, Stuart, Florida 34994. The name of the initial registered agent of this corporation at that address is: PHILIP A. SWETT.

**ARTICLE SIX**  
**DIRECTORS**

This corporation shall have five (5) directors constituting its initial board of directors. The number of directors may be either increased or diminished from time to time by the by-laws of the corporation, but shall never be less than two (2). The names and addresses of the initial members of the board of directors are:

SAMANTHA A. SCHELTMEYER  
362 SW Duval Avenue  
Port St. Lucie, Florida 34983

PHILIP A. SWETT  
10152 S. Ocean Drive, Unit 113  
Jensen Beach, Florida 34957

LEONARD W. SCHELTMEYER  
2001 SW Burlington Street  
Port St. Lucie, Florida 34984

ANNA MARIE SCHELTMEYER  
2001 SW Burlington Street  
Port St. Lucie, Florida 34984

ANTHONY POTTER  
10152 S. Ocean Drive, Unit 113  
Jensen Beach, Florida 34957

**ARTICLE SEVEN**  
**INCORPORATORS**

The name and address of the individuals signing these Articles of Incorporation as incorporators are:

SAMANTHA A. SCHELTMEYER  
362 SW Duval Avenue  
Port St. Lucie, Florida 34983

PHILIP A. SWETT  
10152 S. Ocean Drive, Unit 113  
Jensen Beach, Florida 34957

**ARTICLE EIGHT**  
**PRINCIPAL OFFICE**

The principal office and mailing address of the corporation is: 1520 N.W. Federal Highway, Stuart, Florida 34994.

**ARTICLE NINE**  
**INDEMNIFICATION**

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

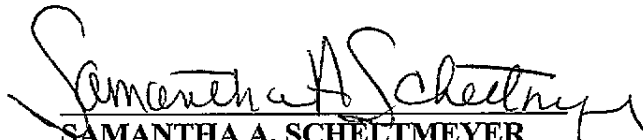
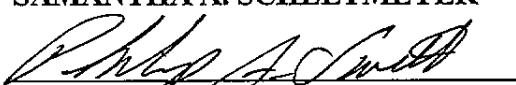
**ARTICLE TEN**  
**PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that to which he already holds, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE ELEVEN**  
**AMENDMENTS TO ARTICLES AND BY-LAWS**

The power to adopt, amend, alter or repeal these Articles of Incorporation as well as the by-laws of this corporation shall be reserved to the shareholders.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 15<sup>th</sup> day of September, 2000.

  
SAMANTHA A. SCHELTMEYER  
  
PHILIP A. SWETT

STATE OF FLORIDA  
COUNTY OF MARTIN

The foregoing Articles of Incorporation were acknowledged before me this 15<sup>th</sup> day of September, 2000, by SAMANTHA A. SCHELTMEYER, who is personally known to me or who has produced a Florida driver's license as identification and did take an oath.

(NOTARY SEAL)

  
Printed Name: Sam T. Steger  
NOTARY PUBLIC  
My Commission Expires:

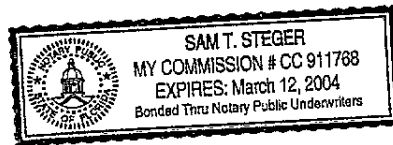


STATE OF FLORIDA  
COUNTY OF MARTIN

The foregoing Articles of Incorporation were acknowledged before me this 15<sup>th</sup> day of September, 2000, by **PHILIP A. SWETT**, who is personally known to me or who has produced a Florida driver's license as identification and did take an oath.

(NOTARY SEAL)

Sam T. Steger  
Printed Name: Sam T. Steger  
NOTARY PUBLIC  
My Commission Expires:



**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for the above corporation, THIRSTY WHALE, INC. at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in that capacity and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

**DATED** this 15 day of September, 2000

  
**PHILIP A. SWETT**

FILED  
00 SEP 19 AM 10:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA