

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P000000111722

Tampa Bay Cool, Inc.

800003488408--2

-12/06/00--01002--001

\*\*\*\*\*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

FILED  
00 DEC -5 PM 4:08  
TALLAHASSEE FLORIDA  
SECRETARY OF STATE

RECEIVED  
00 DEC -5 PM 2:59  
TALLAHASSEE FLORIDA  
DIVISION OF CORPORATE AFFAIRS

Signature

Requested by:

LM 12/5 1:08

Name

Date

Time

Walk-In

Will Pick Up

ARTICLES OF INCORPORATION

OF

TAMPA BAY COOL, INC.

FILED  
00 DEC -5 PM 4:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA.

ARTICLE I

NAME

The name of this corporation is:

TAMPA BAY COOL, INC.

ARTICLE II

PRINCIPAL ADDRESS

The principal address of the corporation is: 902 N. Himes Avenue, Tampa, Florida 33609.

ARTICLE III

DURATION

This corporation shall exist perpetually unless dissolved according to law.

ARTICLE IV

PURPOSE

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act and any amendments thereto, and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act.

ARTICLE V

AUTHORIZED SHARES

The maximum number of shares which the corporation shall be authorized to issue is 150 shares of common stock, \$1.00 per value per share.

The consideration for the purchase of any such stock from this corporation shall be set from time to time by the Directors of the corporation at any regular meeting or any special meeting called for such purpose, always provided that such consideration shall not be less than par value, but it may be either money current of the United States of America or good and sufficient exchange of an item

of value comparable or greater than the stock purchase therewith in this corporation, and said stock shall be fully paid and non-accessible when such consideration is paid.

ARTICLE VI  
INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of this corporation is 4514 Central Avenue, St. Petersburg, Florida 33711, and the name of the corporation's initial registered agent at that address is Frederick A. Higham, Jr., Esq. This corporation shall have the right to change such registered office and such registered agent from time to time as provided by law.

ARTICLE VII  
BOARD OF DIRECTORS

The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the shareholders. A quorum for the transaction of business at meetings of the Directors shall be determined as provided in the Bylaws. Subject to the Bylaws of this corporation, meetings of the Directors may be held within or without the State of Florida. Directors need not be shareholders.

ARTICLE VIII  
INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors is one, and the name and street address of the initial Director, who is to serve as Director until the first annual meeting of the shareholders, or until their successors are elected and qualify is:

| <u>NAME</u> | <u>ADDRESS</u>                         |
|-------------|--|
| JAY ALLISON | 902 N. Himes Avenue<br>Tampa, FL 33609 |

ARTICLE IX  
INCORPORATOR

The name and address of the incorporator is:

| <u>NAME</u>                    | <u>ADDRESS</u>                                  |
|--------------------------------|---|
| Frederick A. Higham, Jr., Esq. | 4514 Central Avenue<br>St. Petersburg, FL 33711 |

ARTICLE X

BYLAWS

(A) The power to adopt the Bylaws of this corporation, to alter, amend or repeal the Bylaws, or to adopt new Bylaws shall be vested in the Board of Directors of this corporation; provided, however, that any Bylaw or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the shareholders entitled to vote thereon, or a new Bylaw in lieu thereof may be adopted by vote of shareholders.

(B) The Bylaws of this corporation shall be for the government of this corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of this corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation or contrary to the laws of the United States.

ARTICLE XI

AMENDMENT OF ARTICLES OF INCORPORATION

The corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the shareholders herein are subject to this reservation.

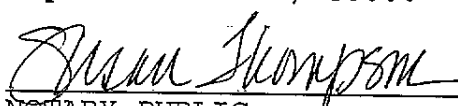
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 4th day of December, 2000.

  
\_\_\_\_\_  
FREDERICK A. HIGHAM, JR.

STATE OF FLORIDA     )  
COUNTY OF PINELLAS    )

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, FREDERICK A. HIGHAM, JR., to me well known to be the person described as subscriber in, and who executed these Articles of Incorporation freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal at St. Petersburg, in said County and State, this 4th day of December, 2000.

  
\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires:



Susan C. Thompson  
MY COMMISSION # CC778096 EXPIRES  
December 21, 2002  
BONDED THRU TROY FAIR INSURANCE, INC

ACCEPTANCE BY DESIGNATED REGISTERED AGENT

TAMPA BAY COOL, INC., having designated FREDERICK A. HIGHAM, JR., ESQ., DIVITO & HIGHAM, P.A., as its Registered Agent at the address located at 4514 Central Avenue, St. Petersburg, Florida 33711, having been so named to accept services for the above-named corporation at the place above indicated, does hereby accept the designation as Registered Agent.

Dated this 29th day of December, 2000.

  
FREDERICK A. HIGHAM, JR., ESQ.  
REGISTERED AGENT

**FILED**  
00 DEC -5 PM 4:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA