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To: Division of Corporations
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From: Account Name : LEVIN AND TANNENBAUM, P.A.
Account Number : I19980000105
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FLORIDA PROFIT CORPORATION OR P.A.

FOXY LADY SIESTA KEY, INC.

Certificate of Status	0
Certified Copy	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
FOXY LADY SIESTA KEY, INC..

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

ARTICLE I - NAME

The name of this Corporation is: FOXY LADY SIESTA KEY, INC.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1000 Shares of Common Stock having no par value.

Prepared By: Jerome S. Levin, Esquire
Levin Tannenbaum Wolff Band Gates & Pugh
1680 Fruitville Rd., Suite 102
Sarasota, FL 34236
Phone: (941) 316-0111 Fax: (941) 316-0515
FL Bar No. 213594

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ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 209 Beach Road, Sarasota, Florida 34242.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 209 Beach Road, Sarasota, Florida 34242 and the registered agent at such office is Jerome S. Levin

ARTICLE VII - DIRECTORS

This Corporation shall have one director initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

Bryan Garrett Eible. 209 Beach Road, Sarasota, Fl. 34242

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

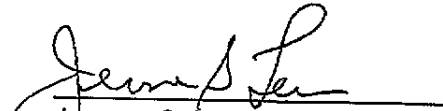
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ARTICLE IX - INCORPORATOR

The name and street address of each incorporator to these Articles of Incorporation is:

Jerome S. Levin
1680 Fruitville Road, Suite 102
Sarasota, FL 34236

The undersigned has executed these Articles this 3 day of January 2001

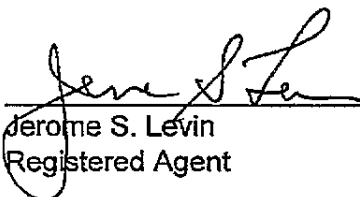


Jerome S. Levin
"INCORPORATOR"

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Having been named as Registered Agent and to accept service of process for Foxy Lady Siesta Key, Inc. at the place designated in the Articles, 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.

1-3-2001
Date



Jerome S. Levin
Registered Agent

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