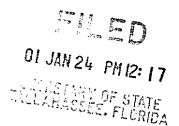
D01000009434



TRANSMITTAL LETTER

January 18, 2001

DEPARTMENT OF STATE DIVISION OF CORPORATIONS P. O. BOX 6327 TALLAHASSEE, FLORIDA 32314

PEACH AT THE BEACH, INC.

SUBJECT: PEACH AT THE BEACH, INC.

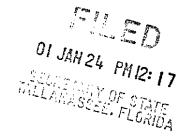
ENCLOSED IS AN ORIGINAL AND ONE (1) COPY OF THE ARTICLES OF INCORPORATION AND OUR CHECK FOR \$78.75

FROM: WALTER PARSONS

328 WEST OAK STREET

KISSIMMEE, FLORIDA 34741

(407) 846-2934



ARTICLES OF INCORPORATION

OF

PEACH AT THE BEACH, INC.

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 NAME

THE NAME OF THE CORPORATION SHALL BE: PEACH AT THE BEACH, INC.

ARTICLE II PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE: 328 WEST OAK STREET
KISSIMMEE, FLORIDA 34741

ARTICLE III SHARES

THE NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS: FIVE HUNDRED THOUSAND (500,000).

ARTICLE IV DIRECTORS

THIS CORPORATION SHALL INITIALLY HAVE TWO (2) DIRECTORS:

JACK PARSONS 328 WEST OAK STREET. KISSIMMEE, FLORIDA 34741

WALTER PARSONS 328 WEST OAK STREET KISSIMMEE, FLORIDA 34741

ARTICLE V OFFICERS

THIS CORPORATION SHALL INITIALLY HAVE TWO NAMED OFFICERS:

PRESIDENT
JACK PARSONS
328 WEST OAK STREET
KISSIMMEE, FLORIDA 34741

VICE PRESIDENT/SECRETARY
WALTER PARSONS
328 WEST OAK STREET
KISSIMMEE, FLORIDA 34741

ARTICLE VI INITIAL REGISTERED AGENT AND AVENUE ADDRESS

THE NAME AND ADDRESS OF THE INITIAL REGISTERED AGENT IS:

WALTER PARSONS 328 WEST OAK STREET. KISSIMMEE, FLORIDA 34741

ARTICLE VII INCORPORATOR

THE NAME AND AVENUE ADDRESS OF THE INCORPORATOR TO THESE ARTICLES OF INCORPORATION IS:

WALTER PARSONS 328 WEST OAK STREET. KISSIMMEE, FLORIDA 34741

THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 18TH DAY OF JANUARY, 2001.

WALTER PARSONS

CERTIFICATE OF DESIGNATION

01 JAN 24 PM 12: 17

REGISTERED AGENT/REGISTERED OFFICE

PERSUANT TO THE PROVISIONS OF SECTIONS 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE / REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. THE NAME OF THE CORPORATION IS: PEACH AT THE BEACH, INC.
- 2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

WALTER PARSONS 328 WEST OAK STREET. KISSIMMEE, FLORIDA 34741

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

WALTER PARSONS JANUARY 18, 2001