

P010000054282
FILED



01 JUN -1 PM 2:36

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 164472 7273241

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : May 25, 2001

ORDER TIME : 2:11 PM

ORDER NO. : 164472-005

CUSTOMER NO: 7273241

CUSTOMER: Mr. Melvin P. Ponder
Melvin P. Ponder

3994 Lauren Court

Destin, FL 32541

DOMESTIC FILING

NAME: THE DESTIN GIFT COMPANY

EFFECTIVE DATE:

900004324139--8

-05/29/01--01005--001

*****70.00 *****70.00

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 1114

EXAMINER'S INITIALS:

Law 61

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 MAY 25 PM 3:11
TO ACKNOWLEDGE
SUFFICIENCY OF FILING



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 29, 2001

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: THE DESTIN GIFT COMPANY
Ref. Number: W01000012110

We have received your document for THE DESTIN GIFT COMPANY. However, the document has not been filed and is being returned for the following:

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 901A00032622

RESUBMIT
Please give original
submission date as file date.

TO BE FILED
SUFFICIENCY OF FILING
2001 JUN - 1 PM 12:58
DIVISION OF CORPORATIONS
STATE OF FLORIDA

**ARTICLES OF INCORPORATION
OF
THE DESTIN GIFT COMPANY**

FILED

01 JUN -1 PM 2:36

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of creating a corporation under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

Article I
Name

The name of the Corporation shall be:

THE DESTIN GIFT COMPANY

For convenience, the Corporation shall be referred to in this instrument as the "Corporation."

Article II
Address

The initial principal office and mailing address of the Corporation shall be:

34904 Emerald Coast Parkway, Suite 140
Destin, FL 32541

Article III
Nature of Business

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

Article IV
Capital Stock

The Corporation is authorized to issue One Thousand (1000) shares of stock with a par value of one dollar (\$1.00) each. Such stock shall be of a single class.

All stock, when issued, shall be fully paid, and non-assessable. The entire capital stock, or any portion thereof, may be paid for in cash, property, labor or services.

Article V
Term of Existence

The Corporation shall have perpetual existence commencing upon the filing of these Articles of Incorporation.

Article VI
Registered Agent and Initial Registered Office

The name and address of the initial registered agent and initial registered office shall be:

Melvin P. Ponder
34904 Emerald Coast Parkway, Suite 140
Destin, FL 32541

Article VII
Management by Shareholders

The business of the Corporation shall be managed by the Shareholders without a Board of Directors.

Article VIII
Bylaws

The Bylaws of the Corporation shall be adopted by the Shareholders and may be altered, amended or rescinded in the manner provided in the Bylaws.

Article IX
Indemnification

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

Article X
Amendments

These Articles of Incorporation may be amended in the manner provided by law.

Article XI
Preemptive Rights

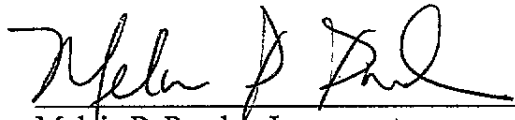
Every Shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his/her prorata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered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

Article XII
Incorporator

The name and address of the incorporator of the Corporation is:

Melvin P. Ponder
3994 Lauren Court
Destin, FL 32541

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 24th day of May, 2001.



Melvin P. Ponder, Incorporator

ACCEPTANCE BY THE REGISTERED AGENT

I, Melvin P. Ponder, hereby accept appointment as registered agent for The Destin Gift Company, and acknowledge my acceptance with my signature below on this 24th day of May 2001.

A handwritten signature in cursive script, appearing to read "Melvin P. Ponder", written over a horizontal line.

Melvin P. Ponder, Registered Agent

FILED
01 JUN - 1 PM 2:36
SECRETARY OF STATE
TALLAHASSEE FLORIDA