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Dressler & Dressler

Attorneys at Law

110 Dixie Lane

Cocoa Beach, Florida 32931

JAMES R. DRESSLER
DONNA M. DRESSLER

February 13, 2002

FILED
02 FEB 15 AM 15
TALLAHASSEE, FLORIDA
TELEPHONE 783-2714
AREA CODE 321

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-02/15/02--01031--006
*****78.75 *****78.75

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

RE: Articles of Incorporation for Big Whoop Holdings, Inc.

EFFECTIVE DATE
03-01-02

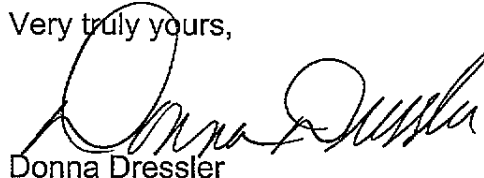
Dear Division of Corporations:

Enclosed please find the original Articles of Incorporation of Big Whoop Holdings, Inc., and the original Certificate of Designation of Registered Agent/Registered Office for same.

Also enclosed is my check in the amount of \$78.75 representing the filing fee, registered agent designation fee and the certified copy fee.

Please furnish me with a certified copy once same has been filed. Should you need anything further regarding this matter, please let me know.

Very truly yours,



Donna Dressler

DMD/hh

Enclosures - as stated

02/20

ARTICLES OF INCORPORATION
OF
BIG WHOOP HOLDINGS, INC.

FILED
02 FEB 15 AM 9:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of Chapter 607, Florida Statutes, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of this corporation is Big Whoop Holdings, Inc..

ARTICLE II

EFFECTIVE DATE
03-01-02

The existence of the corporation shall begin on March 1, 2002.

ARTICLE III

The street address of the principal office of the corporation is 110 Dixie Lane, Cocoa Beach, FL 32931.

ARTICLE IV

The maximum **number of shares** this corporation is authorized to issue is **1000**, par value \$.01 per share, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders of common shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V


The initial street address of the corporation's registered office is 110 Dixie Lane, Cocoa Beach, Florida, 32931. The initial registered agent for the corporation at that address is Donna Dressler.

ARTICLE VI

The name and street address of the incorporator of these articles of incorporation is:

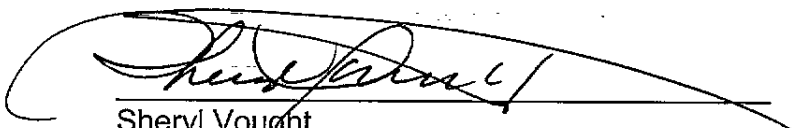
Name	Address
Donna Dressler	110 Dixie Lane Cocoa Beach, FL 32931

The undersigned has executed these articles of incorporation on February 13, 2002.

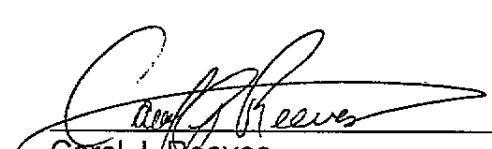


Donna Dressler
Incorporator

WITNESSES:



Sheryl Vought
4395 Seneca Avenue
Cocoa, FL 32926



Carol J. Reeves
276 N. Burnett Road
Cocoa, FL 32926

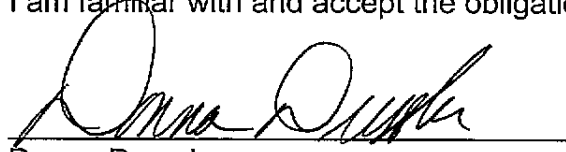
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

UNDER THE PROVISIONS OF SECTION 607.0501, 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: Big Whoop, Inc.
2. The name and address of the registered agent and office is:

Donna Dressler
110 Dixie Lane
Cocoa Beach, Florida 32931

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I 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.


Donna Dressler

February 13, 2002

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA