

P02000025116
TRANSMITTAL LETTER

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

SUBJECT: TOWER AMENITY SHOPS OF AMERICA, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

300005032423--2
-03/01/02--01049--007
*****87.50 *****87.50

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM:

PETE OGGARD
Name (Printed or typed)

550 WATER ST. SUITE 1325
Address

JACKSONVILLE, FL. 32202
City, State & Zip

904 353-0080
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

2002 MAR - 1 AM 10:17

FILED

3/1/02

FILED

2002 MAR -1 AM 10:17

ARTICLES OF INCORPORATION
OF
TOWER AMENITY SHOPS OF AMERICA, INC.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

ARTICLE I

Name and Principal Place of Business

The name of the corporation is Tower Amenity Shops of America, Inc. and the principal place of business is 550 Water Street, Suite 1325, Jacksonville, Florida 32202.

ARTICLE II

Duration

This corporation shall exist perpetually, commencing upon the filing of these Articles with the Secretary of State Florida.

ARTICLE III

Nature of Business

This corporation is organized for the purpose of transacting any or all-lawful business.

ARTICLE IV

Capital Stock

This corporation is authorized to issue 10,000 shares of \$0.00 par value common stock which shall be designated "Common Shares." Stocks are to be issued as follows:

Peter M. Osgard – 5,000 shares

Lisa A. Glenn – 5,000 shares

ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 550 Water Street, Suite 1325, Jacksonville, Florida 32202 and the name of the initial registered agent of this corporation at that address is Lisa A. Glenn.

ARTICLE VI

Directors

The corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by the Bylaws, but shall never be less than one.

ARTICLE VII

Initial Directors

The names and street addresses of the initial directors of this corporation are:

Peter M. Osgard-President/Chairman
550 Water Street
Suite 1325
Jacksonville, Florida 32202

Lisa A. Glenn-Secretary/Treasurer
550 Water Street
Suite 1325
Jacksonville, Florida 32202

ARTICLE VIII

Incorporators

The names and street addresses of the persons signing these Articles are:

Peter M. Osgard
550 Water Street
Suite 1325
Jacksonville, Florida 32202

ARTICLE IX

Bylaws

The initial bylaws of this corporation shall be adopted by the directors. The power to adopt, alter, amend or repeal bylaws shall be vested by the Board of Directors and the shareholders, provided, however, the Board of Directors may not alter or repeal a bylaw or amendment thereto adopted by the shareholders.

ARTICLE X

Voting Rights of Directors

Each director will be issued one vote for all matters brought in front of the directors. The chairman will be issued two votes, and in the case of a tie, the chairman will cast the tiebreaking vote.

ARTICLE XI

Restrictions of Transfer of Stock

The shareholders may, by the bylaw provision or by the shareholders' agreement, recorded in the Minute Book, impose such restrictions on the sale, transfer or encumbrance of the stock of the corporation as they may see fit.

ARTICLE XII

Director Compensation

The Board of Directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of this corporation may also serve in any other capacity and receive compensation therefore in any form.

ARTICLE XIII

Indemnification

The Board of Directors is hereby specifically authorized to make provisions for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE XIV

Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles of
Incorporation this 27th day of FEB, 2002

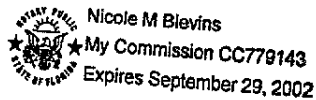
[Signature]

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was sworn to and acknowledged before me by
Pete Osgard this 27th day of February, 2002.

Nicole M. Blevins
Notary Public at Large, State of Florida

My commission expires:



2002 MAR - 1 AM 10:17
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

Having been named registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

[Signature]
Signature/Registered Agent

2/27/02
Date

[Signature]
Signature/Incorporator

2-27-02
Date