CAPITAL CONNECTION, INC. 417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 24-8870 • 1-800-342-8062 • Fax (850) 222-1222 400005504224 -05/13/02-01001-001 *****70.00 *****70.00 Art of Inc. File_____ LTD Partnership File_____ Foreign Corp. File_____ L.C. File___ Fictitious Name File___ Trade/Service Mark____ Merger File____ Art. of Amend. File_ RA Resignation__ Dissolution / Withdrawal_ Annual Report / Reinstatement Cert. Copy__ Photo Copy_ Certificate of Good Standing_ Certificate of Status_ Certificate of Fictitious Name Corp Record Search_ Officer Search_ Fictitious Search_ Fictitious Owner Search_ Signature Vehicle Search_ Driving Record__ UCC 1 or 3 File___ Requested by: 5/10/02 UCC 11 Search___ Date Name UCC 11 Retrieval_

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ARTICLES OF INCORPORATION

SEULL MAN STATE TALLAHASSEE FLORIDA

OF

SAM & LAUREN, 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 is SAM & LAUREN, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 624 Whitehead Street, Key West, FL 33040.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having a par value of (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Richard M. Klitenick, Esq., 624 Whitehead Street, Key West, FL 33040.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of the initial Board of Directors of the corporation is Richard M. Klitenick, 624 Whitehead Street, Key West, FL 33040.

ARTICLE VII: SPECIAL PROVISION

It is the intent of the incorporator and directors that the corporation qualify under Section 1244 of the Internal Revenue Code and that the corporation file as a Sub S Corporation. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

The undersigned has executed these Articles of Incorporation this 10th day of May 2002.

"Capital Connection, Inc. by Stacey Leggett, Client Representative"



CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Chapter 617, <u>Florida Statutes</u>, the mentioned 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

- The name of the corporation is: <u>SAM & LAUREN, TNC</u>
- 2. The name and street address of the registered agent and office is:

Richard M. Klitenick, Esq. Richard M. Klitenick, PA 624 Whitehead Street Key West, FL 33040

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 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.

RICHARD M. KLITENICK, ESQ.

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