

LAW OFFICE OF
ROBERT E. SHARBAUGH, P.A.

700 CENTRAL AVENUE, SUITE 402
ST. PETERSBURG, FL 33701
PHONE: (727) 898-3000

Robert E. Sharbaugh, Esq.

Brenda L. Trumbull, Paralegal

P02000058820

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

Re: *Beach Buddies, Inc.*

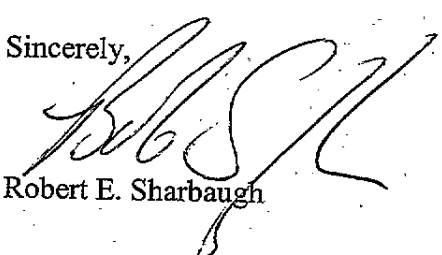
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*****78.75 *****78.75

Dear Clerk:

Enclosed herewith please find the original and one copy of the Articles of Incorporation of Beach Buddies, Inc. I have also enclosed a check in the amount of \$78.75 representing the filing fee. Please return the certified copy of the Articles of Incorporation to me in the enclosed self-addressed, stamped envelope.

Thank you for your assistance in this matter.

Sincerely,


Robert E. Sharbaugh

RES/js
Enclosures

FILED
02 MAY 29 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W02-14255
gks/116



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 16, 2002

ROBERT E. SHARBAUGH
700 CENTRAL AVE., STE. 402
ST. PETERSBURG, FL 33701

SUBJECT: BEACH BUDDIES, INC.
Ref. Number: W02000014255

We have received your document for BEACH BUDDIES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 245-6878.

Alan Crum
Document Specialist
New Filing Section

Letter Number: 302A00031358

ARTICLES OF INCORPORATION

OF

BEACH BUDS, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is BEACH BUDS, INC..

ARTICLE II - DURATION

The duration of the Corporation shall be perpetual.

ARTICLE III - PURPOSE

The general purpose for which the corporation is organized is for developing, producing, marketing and selling ideas, concepts, names, slogans, and products, and things.

ARTICLE IV - CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is ONE THOUSAND (1,000). Such shares shall be of a single class, and shall have a par value of One (\$1.00) Dollar.

ARTICLE V - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 700 Central Avenue, Suite 402, St. Petersburg, Florida 33701 and the name of the initial registered agent at such address is Law Office of Robert E. Sharbaugh, P.A..

ARTICLE VI - PRINCIPAL OFFICE

The principal office of the corporation is 1900 Dolphin Boulevard South, St. Petersburg, Florida 33707.

FILED
02 MAY 29 PM 8:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII - DIRECTORS

The number of directors constituting the initial board of directors of the corporation is two

(2). The name and address of each person who is to serve as a member of the initial board of directors is:

Name

Address

Robert E Sharbaugh

1900 Dolphin Boulevard South
St. Petersburg, FL 33707

Patrick Clark

3505 Chapel Drive
Sarasota, FL 34234

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is:

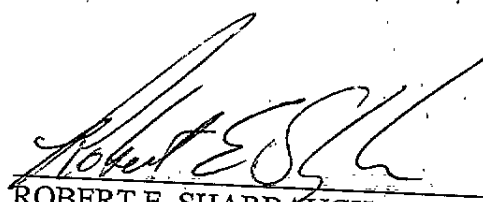
Name

Address

Robert E. Sharbaugh

1900 Dolphin Boulevard South
St. Petersburg, FL 33707

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of
Incorporation this 23rd day of May, 2002.


ROBERT E. SHARBAUGH
INCORPORATOR

STATE OF FLORIDA

COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared ROBERT E. SHARBAUGH
known to me to be the person who executed the foregoing Articles of Incorporation, who is

personally known to me and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, in the State and County aforesaid, this 23rd day of May, 2002.

Brenda L. Trumbull
NOTARY PUBLIC, STATE OF FLORIDA

My commission expires:



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for BEACH BUDS, INC., at the place designated in the Articles of Incorporation, Law Office of Robert E. Sharbaugh, P.A. agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open said office.

DATED this 23rd day of May, 2002.

Robert E. Sharbaugh
ROBERT E. SHARBAUGH

FILED
02 MAY 29 PM 8:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA