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#### UCC FILING & SEARCH SERVICES, INC. 526 East Park Avenue Tallahassee, Florida 32301 (850) 681-6528

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November 12, 2002

### CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

	Garrison Retail Corporation									
	Filing Evidence  □ Plain/Confirmation Copy									
	⊠ Certified Copy									
		□ ¬Articles Only								
	Retrieval Request  Photocopy  Certified Copy	□ All Charter Documents to Include  _Articles & Amendments □ Fictitious Name Certificate □ Other								
	NEW FILINGS	AMENDMENTS								
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	Non Profit	Resignation of RA Officer/Director								
	Limited Liability	Change of Registered Agent								
	Domestication	Dissolution/Withdrawal								
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	OTHER FILINGS	REGISTRATION/QUALIFICATION								
	Annual Reports	Foreign								
	Fictitious Name	Limited Liability								
	Name Reservation	Reinstatement								
	Reinstatement	Trademark								
		Other								

ARTICLES OF INCORPORATION

OF

GARRISON RETAIL CORPORATION

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These Articles of Incorporation are executed by the undersigned for the purpose of forming a corporation pursuant to the Florida General Corporation Act, as particularly set forth in Chapter of the purpose of the 607 of the Florida Statutes.

#### ARTICLE I NAME

The name of this corporation shall be GARRISON RETAIL CORPORATION.

#### ARTICLE II PRINCIPLE OFFICE

The principle place of business and mailing address of this corporation shall be at:

GARRISON RETAIL COPORAITON

1835 U.S. 1 South

St. Augustine, Florida 32084

or such other location as time to time determined by the Board of Directors.

#### ARTICLE III DURATION

The corporation shall commence upon the filing of these Articles and shall have perpetual existence thereafter.

#### ARTICLE IV PURPOSE

The purpose for which the corporation is organized is the transaction of all lawful business for which a corporation may be incorporated under the Florida General Corporation Act, as the same my from time to time be amended.

#### ARTICLE V SHARES

The aggregate number of shares of capital stock which this corporation shall have authority to issue shall be 500 shares of common stock.

#### ARTICLE VI REGISTERED AGENT

The name of the Registered	Agent of the	corporation a	t its	registered	office,	and	the	street
address of its initial registered	office, is as fo	llows:	_					

Christene Miele, Esquire 76 S. Laura Street, Suite 1700 Jacksonville, Florida 32202

#### ARTICLE VII PREEMPTIVE RIGHTS

Directors of the corporation have the power to approve shareholder and remaining holders (if any) of the initial stock offering and reserve the right of first refusal on all stock offers, sales or exchanges. Stock offers, exchanges and sales must be approved by a majority of the directors a duly called board meeting.

## ARTICLE VIII DIRECTORS

<u>Section 8.1. Number</u>. This corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by the bylaws. The manner of selection of directors shall be as provided in the bylaws.

Section 8.2. Initial Directors. The name and street address of the members of the first board of directors of this corporation are:

Name Address
William T. Garrison
1835 US1 South
St. Augustine, Florida 32084

and

Sandra A. Garrison 1835 US1 South St. Augustine, Florida 32084

<u>Section 8.3 Compensation</u>. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its members for their service as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of this corporation may also serve the corporation in any other capacity and receive compensation therefore in any form.

#### ARTICLE IX BYLAWS

The power to adopt the initial bylaws shall be vested in the Board of Directors. Thereafter, the bylaws may be altered, amended or repealed as prescribed in the bylaws.

## ARTICLE X INCORPORATOR

The name and the address of the person signing these Articles of Incorporation is as William T. Garrison
122 Berkshire Lane
Palm Coast, Florida 32137

The undersigned incorporator has executed these Articles\_of Incorporation this \_\_\_ day of November, 2002.

William T. Garrison

#### Certification of Designation of Registered Agent/Registered Office

Pursuant to the Provisions of Section 607.050, Florida Statutes, 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:

- 1. The name of the corporation is GARRISON RETAIL CORPORATION
- 2. The name and address for the registered agent and office is:

Christene Miele, Esq.
Brennan, Manna and Diamond, PL
76 S. Laura Street, Suite 1700
Jacksonville, Florida 32202

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 an agree to act in this capacity. I further agree to comply with provisions of all statutes relating to proper an complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Christene Miele,

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