

**Electronic Articles of Incorporation
For**

**P02000122066
FILED
November 15, 2002
Sec. Of State**

BAY TO BAY DISTRIBUTORS, INC.

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

Article I

The name of the corporation is:

BAY TO BAY DISTRIBUTORS, INC.

Article II

The principal place of business address:

77 WOOD HALL DR.
MULBERRY, FL. US 33860

The mailing address of the corporation is:

P.O. BOX 5724
LAKELAND, FL. 33807

Article III

The purpose for which this corporation is organized is:

TO ENGAGE IN THE WHOLESALE AND RETAIL SALES OF VARIOUS GIFT MERCHANDISE, BUT NOT LIMITING THE CORPORATION FROM ENGAGING IN ANY LAWFUL ACT OR ACTIVITY FOR WHICH A CORPORATION MAY BE ORGANIZED UNDER THE GENERAL CORPORATION LAWS OF FLORIDA.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

DEBORAH L REICHERT
77 WOOD HALL DR.
MULBERRY, FL. 33860

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: DEBORAH L. REICHERT

Article VI

The name and address of the incorporator is:

DEBORAH L. REICHERT
P.O. BOX 5724
LAKELAND, FL. 33807

Incorporator Signature: DEBORAH L. REICHERT

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
DEBORAH L REICHERT
77 WOOD HALL DR.
LAKELAND, FL. 33860 US

Title: CTO
JACK D WILLHOITE
84 DAVIS BLVD. #310
TAMPA, FL. 33606 US