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LAW OFFICE OF JAMES A. SCOTT, JR., P.A.

4440 North Oceanshore Blvd., #109 Palm Coast, Florida 32137 (386) 445-7567 FAX (386) 445-6920

January 3, 2003

Division of Corporations 409 East Gaines Tallahassee, Florida 32399

Re: No Ka Oi, Inc.

Dear Sir/Madam:

Enclosed is the original and one copy of the Articles of Incorporation for No Ka Oi, Inc. which we request that you approve and file. Enclosed is a check in the amount of \$78.75 as the filing fee and certificate fee. Please return a certified copy of the Articles of Incorporation to my office after filing in the stamped envelope enclosed herein.

Thank you for your courtesies in this matter.

James A. Scott, Jr.

JAS:pm Enclosure

Articles of Incorporation

of

No Ka Oi, Inc.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

<u>ARTICLE I, NAME</u>

The name of this corporation shall be No Ka Oi, Inc.

ARTICLE II. CAPITAL STOCK

The maximum number of shares of stock that this corporation shall be authorized to issue and to have outstanding at any one time shall be limited to ten thousand shares of common stock.

No shares of stock shall be issued, sold, transferred, conveyed, gifted, devised or the like without such shares of stock first being offered to the initial, living shareholders at a price computed consistent with a shareholders agreement between the initial shareholders of the corporation, or in the absence thereof, at the fair market value of the shares.

ARTICLE III. TERM OF EXISTENCE

The existence of this corporation shall continue perpetually unless dissolved by law or by the unanimous consent of its shareholders. The effective date of this corporation shall be the date of its incorporation.

ARTICLE IV. ADDRESS

The street and mailing address of the initial principal office of this corporation in the State of

ME SE CONFORMIONS

Florida is 19 Sunnybeach Drive, Ormond Beach, Florida 32176. The corporation designates Brian Haynes, located at 19 Sunnybeach Drive, Ormond Beach, Florida 32176, as its agent to accept service of process within the State, and said office shall be designated as the corporation's initial registered office for that purpose.

The UNDERSIGNED, being the incorporator hereinafter named, for the purpose of forming a corporation to do business both within and without the State of Florida, does make, subscribe, acknowledge and files these Articles of Incorporation hereby declaring and certifying that the facts herein stated are true, and hereto sets his hand and seal this _____ day of January, 2003.

BRIAN HAYNES

- Incorporator

1719 Sunnybeach Drive

Ormond Beach, Florida 32176

ACCEPTANCE OF RESIDENT AGENT

Having been named to accept service of process for **No Ka Oi**, **Inc.**, at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

1.8.03

DATE

Registered Agent