

FROM : LEDMAN HAMM, P.A.
Division of Corporations

FAX 1 (850) 763-1115

Apr. 29, 2003 12:44 PM

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FLORIDA PROFTT CORPORATION OR P.A.

THE PINK ALLIGATOR, INC.

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$78.75

FROM : LEDMAN HAMM LORD

FAX NO. : 850 763 1115

Apr. 29 2003 01:43PM P2

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**ARTICLES OF INCORPORATION
OF
THE PINK ALLIGATOR, INC.**

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I – NAME

The name of the corporation ("Corporation") is THE PINK ALLIGATOR, INC.

ARTICLE II – CORPORATE DURATION

This corporation shall have perpetual existence and shall commence upon the filing of these Articles of Incorporation.

ARTICLE III – CAPITAL STOCK

The Corporation is authorized to issue one hundred (100) shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE IV – INITIAL PRINCIPAL OFFICE

The principal place of business and mailing address of the Corporation is 228 S. Cove Lane, Panama City, Florida 32401.

ARTICLE V – REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent is W. Gerald Hamm of Ledman & Hamm, P.A., 1007 Jenks Avenue, Panama City, FL 32401.

W. Gerald Hamm
Florida Bar No.: 0946605
Ledman, Hamm & Lord, P.A.
1007 Jenks Avenue
Panama City, Florida 32401
(850) 763-1550
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ARTICLE VI - MANAGEMENT BY SHAREHOLDERS

The business of this corporation shall be managed by its shareholders rather than a Board of Directors. In the management of the business of this corporation, the act of the shareholders representing the majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall be the act of the shareholders, except as otherwise provided for in any Shareholders' Agreement entered into. Each shareholder shall be entitled to one vote in person, or by proxy, for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the shareholders for the management of the corporation business.

ARTICLE VII - PREEMPTIVE RIGHTS

The shareholders of the Corporation shall have the preemptive right to acquire unissued or treasury shares of the Corporation in proportion to their respective percentages of stock ownership.

ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE IX - INCORPORATOR

The name of the Incorporator to these Articles of Incorporation is Patricia Williams, whose address is 228 S. Cove Lane, Panama City, FL 32401.

FROM : LEDMAN HAMM LORD

FAX NO. : 850 763 1115

Apr. 29 2003 01:44PM P4

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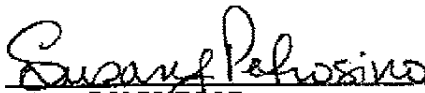
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 29th day of April, 2003.


Patricia Williams

STATE OF FLORIDA
COUNTY OF BAY

The foregoing Articles of Incorporation of The Pink Alligator, Inc. was acknowledged before me this 29th day of April, 2003, by Patricia Williams, who is personally known to me.




NOTARY PUBLIC
Name: SUSAN J. PETROSINO
Commission # 183503
My Commission Expires: FEB 11, 07

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for The Pink Alligator, Inc. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position under F.S. 607.0501(3).

Dated this 29th day of April, 2003.


W. Gerald Hamm

W. Gerald Hamm
Florida Bar No.: 0946605
Ledman, Hamm & Lord, P.A.
1007 Jenks Avenue
Panama City, Florida 32401
(850) 763-1550
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