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03 MAY 12 AM 8:41

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MARK J. ALDERUCCIO, P. A.
ATTORNEY AT LAW

Admitted in
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April 28, 2003

State of Florida
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32314

Re: Saltworks Unlimited, Inc.

Dear Sir/Madam:

Enclosed please find the original the Articles of Incorporation and Certificate of Designation of Registered Agent of Saltworks Unlimited, Inc.. Kindly file this document and provide me with a certified copy and a Certificate of Good Standing for same in the self-addressed postage paid envelope provided for your convenience. I have enclosed a check in the amount of \$87.50 which represents your fees for same.

Thank you for your assistance in this matter. Should you have any questions or comments, please do not hesitate to contact me.

Sincerely,



Mark J. Alderuccio
Attorney

MJA/ds
Enclosures

**ARTICLES OF INCORPORATION
OF
SALTWORKS UNLIMITED, INC.**

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TALLAHASSEE, FLORIDA

03 MAY 12 AM 8:41

ARTICLE I

THE NAME OF THIS CORPORATION SHALL BE:

SALTWORKS UNLIMITED, INC.

ARTICLE II

THIS CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS AND PERFORM ALL OF THE POWERS AND PRIVILEGES GRANTED CORPORATIONS UNDER THE LAWS OF THE STATE OF FLORIDA AND THE UNITED STATES OF AMERICA.

ARTICLE III

THE MAXIMUM NUMBER OF SHARES OF STOCK WHICH THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME SHALL BE ONE THOUSAND (1000) SHARES WITH A PAR VALUE OF ONE DOLLAR (\$1.00) AND SHALL BE CLASSIFIED AS FOLLOWS:

1000 SHARES COMMON STOCK, ONE VOTE PER SHARE.

ARTICLE IV

THIS CORPORATION SHALL BEGIN BUSINESS WITH A CAPITAL OF NOT LESS THAN ONE THOUSAND DOLLARS (\$1000.00).

ARTICLE V

THIS CORPORATION SHALL EXIST PERPETUALLY.

ARTICLE VI

THE NAME AND ADDRESS OF THE CORPORATION'S INITIAL REGISTERED AGENT IS:

JOANI ALDERUCCIO
6148 Towncenter Circle
Naples, FL 34119

ARTICLE VII

THE PRINCIPLE PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE :

6148 Towncenter Circle
Naples, FL 34119

AND MAY HAVE SUCH OTHER PLACES OF BUSINESS WITHIN AND WITHOUT THE STATE OF FLORIDA AS MAY BE NECESSARY OR CONVENIENT, AND AS MAY BE DETERMINED BY THE BOARD OF DIRECTORS OF THIS CORPORATION.

ARTICLE VIII

THE INITIAL BOARD OF DIRECTORS SHALL CONSIST OF ONE (1) DIRECTOR WHO SHALL SERVE AS DIRECTOR UNTIL THE FIRST ANNUAL MEETING OF SHAREHOLDERS, OR UNTIL THEIR SUCCESSOR HAS BEEN ELECTED AND QUALIFIED, AND THE INITIAL DIRECTOR SHALL BE THE FOLLOWING NAMED PERSON:

JOANI ALDERUCCIO

ARTICLE IX

THE NAMES AND POST OFFICE ADDRESSES OF THE PRESIDENT, VICE -PRESIDENT, SECRETARY AND TREASURER, WHO SHALL HOLD OFFICE FOR THE FIRST YEAR OF EXISTENCE OF THE CORPORATION, OR UNTIL THEIR SUCCESSORS ARE ELECTED PURSUANT TO THE CORPORATE BY-LAW ARE AS FOLLOWS:

| <u>NAME</u> | <u>OFFICE</u> | <u>ADDRESS</u> |
|------------------|--|--|
| JOANI ALDERUCCIO | PRESIDENT. SECRETARY and TREASURER | 6148 Towncenter Circle Naples, FL 34119 |

ARTICLE X

THE NAME AND ADDRESS OF THE SUBSCRIBER OF THIS CERTIFICATE OF

INCORPORATION IS AS FOLLOWS:

JOANI ALDERUCCIO
6148 Towncenter Circle
Naples, FL 34119

I, THE UNDERSIGNED, BEING THE ORIGINAL SUBSCRIBER AND INCORPORATOR OF THE FOREGOING CORPORATION, DO HEREBY CERTIFY THAT THE FOREGOING CONSTITUTES THE ARTICLES OF THE ABOVE CORPORATION.

WITNESS MY HAND AND SEAL THIS 25th DAY OF April, 2003.



JOANI ALDERUCCIO

STATE OF FLORIDA
COUNTY OF COLLIER SS.

BEFORE ME, THE UNDERSIGNED NOTARY PUBLIC, PERSONALLY APPEARED JOANI ALDERUCCIO TO ME PERSONALLY KNOWN OR HAVING PRODUCED Florida Driver's License AS IDENTIFICATION WHO EXECUTED AND SUBSCRIBED TO THE FOREGOING ARTICLES OF INCORPORATION, AND HE ACKNOWLEDGED BEFORE ME THAT HE EXECUTED AND SUBSCRIBED TO THE SAME FOR THE PURPOSES THEREIN EXPRESSED.

DATED 4-25-03



NOTARY PUBLIC

MY COMMISSION EXPIRES:



DIANE SALVATORE
MY COMMISSION # DD 166789
EXPIRES: December 17, 2006
Bonded Thru Budget Notary Services

**CERTIFICATE OF DESIGNATION AND
REGISTERED AGENT'S ACCEPTANCE**

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 MAY 12 AM 8:41

THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS: SALTWORKS UNLIMITED, INC.
2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

JOANI ALDERUCCIO
6148 Towncenter Circle
Naples, FL 34119

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 AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Joani Alderuccio
REGISTERED AGENT

4/25/03
DATE