

PO40000 15416

(Requestor's Name)

KRISTEN A. HAMMER
109 MANATEE CROSSING #204
DAYTONA, FL 32119

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

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1/26/04

January 23, 2004

Florida Department of State
Division of Corporations
New Filings Section
P.O. Box 6327
Tallahassee, FL 32314

Subject: THE SURLY MERMAID, INC.
Ref. Number W04000002322

Dear Mrs. Ingram,

Please find enclosed the original and one (1) copy of the revised Articles of Incorporation for THE SURLY MERMAID, INC.

The Articles of Incorporation now include the number of shares owned by each of the members on the Board of Directors.

If you have any questions, please feel free to contact me at (386) 304-5102.

Best regards,



Kristen A. Hammer

Registered Agent,
The Surly Mermaid, Inc.



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

January 16, 2004

KRISTEN A. HAMMER
109 MANATEE CROSSING #204
DAYTONA BEACH, FL 32119

SUBJECT: THE SURLY MERMAID, INC.
Ref. Number: W04000002322

We have received your document for THE SURLY MERMAID, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must state the number of shares of authorized stock.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6962.

Valerie Ingram
Document Specialist
New Filings Section

Letter Number: 904A00003135

**ARTICLES OF INCORPORATION
OF
THE SURLY MERMAID, INC.**

FILED
04 JAN 26 PM 5:
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation shall be THE SURLY MERMAID, INC.

ARTICLE II: PRINCIPAL OFFICE

The street address of the corporation is 2030-1 South Ridgewood Avenue, South Daytona, FL 32119.

ARTICLE III: PURPOSE

The purpose of the corporation is to transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act. THE SURLY MERMAID, INC. may also buy, own, or sell parts of all other businesses, real estate, and investments; design, construct, own, sell, and lease equipment; and hold patents. THE SURLY MERMAID, INC. may do writing of all types, including printing, publishing, distributing, buying and selling; enter into textiles and their manufacture, distribution, sales, etc.; and take advantage of any and all opportunities, ventures, and spin-offs that are legally available.

ARTICLE IV: DURATION

The term of existence of the corporation shall be perpetual. The corporation shall be deemed to commence its existence upon filing of these Articles in the Office of the Secretary of State of Florida.

ARTICLE V: INITIAL DIRECTORS AND/OR OFFICERS

The Board of Directors of the corporation shall consist of no less than one (1) and no more than four (4) members. The Board of Directors shall have the exclusive authority to formulate, approve, and/or amend Bylaws of the corporation and shall have the exclusive authority to formulate, approve, and / or adopt these amendments to the Articles of Incorporation. The name and address of the initial Board of Directors is:

**ARTICLES OF INCORPORATION
OF
THE SURLY MERMAID, INC.**

Kristen Hammer – Chief Executive Officer
109 Manatee Crossing #204
Daytona Beach, FL 32119
(55 of 100 shares)

Karen L. Bennett – Chief Operating Officer
109 Manatee Crossing #204
Daytona Beach, FL 32119
(45 of 100 shares)

ARTICLE VI: MANNER OF ELECTION

Except as otherwise set forth in these Articles, the qualification for membership and election of members, or removal thereof, shall be regulated by the Bylaws of the Corporation.

ARTICLE VII: INCORPORATORS

The incorporators of the corporation and the subscriber to these Articles of Incorporation are:

Kristen Hammer – Chief Executive Officer
109 Manatee Crossing #204
Daytona Beach, FL 32119

Karen L. Bennett – Chief Operating Officer
109 Manatee Crossing #204
Daytona Beach, FL 32119

ARTICLE VIII: INITIAL REGISTERED AGENT AND STREET ADDRESS

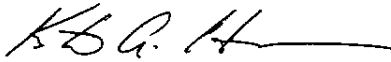
THE SURLY MERMAID, INC. a Florida corporation, pursuant to Florida Statute 48.091 and its Articles of Incorporation, hereby designates KRISTEN A. HAMMER, whose office address is 2030-1 South Ridgewood Avenue, South Daytona, FL 32119 as its Registered Agent and Registered Office for the service of process as required by law.

ARTICLES OF INCORPORATION
OF
THE SURLY MERMAID, INC.

ACCEPTANCE

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

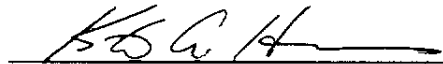
DATED this 23rd day of January 2004.



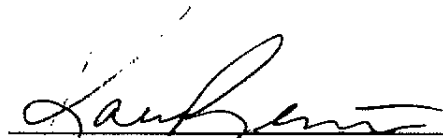
KRISTEN A. HAMMER,
Registered Agent

ACCEPTANCE BY INCORPORATORS

DATED this 23rd day of January 2004.



KRISTEN A. HAMMER,
Incorporator



KAREN L. BENNETT,
Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA