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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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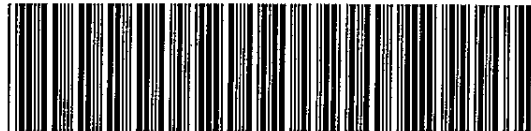
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2/2/04

LAW OFFICES
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PROFESSIONAL ASSOCIATION
SUITE 506 • 20801 BISCAYNE BOULEVARD
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JOEL A. SAVITT
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VIA FEDERAL EXPRESS

January 28, 2004

New Filings Section
Florida Department of State
Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, Florida 32399

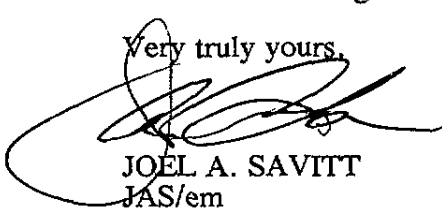
Re: Straw Hat Sunblock, Inc.
Our File No. 04-015

Gentlemen:

Enclosed please find the original and a copy of the proposed Articles of Incorporation for "Straw Hat Sunblock, Inc." together with a check in the amount of \$78.75.

This check represents the cost of the filing fees, a certified copy of the Articles of Incorporation and fee for the Registered Agent Designation for this corporation.

Very truly yours,



JOEL A. SAVITT
JAS/em

Enclosures as stated

ARTICLES OF INCORPORATION
OF
STRAW HAT SUNBLOCK, INC.

FILED
04 JAN 30 AM 8:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, for the purpose of forming a corporation for profit, pursuant to the laws of the State of Florida, do hereby adopt the following Articles of Incorporation:

ARTICLE I
NAME

The name of this corporation is STRAW HAT SUNBLOCK, INC.

ARTICLE II
BUSINESS ADDRESS

The business address of this corporation is:

3336 Coolidge Street
Hollywood, FL 33021

ARTICLE III
DURATION

This corporation shall have perpetual existence.

ARTICLE IV
PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V
CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of One (\$1.00) Dollar par value common stock, which shall be designated "Common Shares."

ARTICLE VI
VOTING RIGHTS

Each share of common stock of this corporation shall entitle the holder of record thereof to one (1) vote upon each proposal presented at lawful meetings of the stockholders.

ARTICLE VII
PREEMPTIVE RIGHTS

There shall be no preemptive rights in any stock herein issued or hereafter issued.

ARTICLE VIII
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 3336 Coolidge Street, Hollywood, Florida 33021, and the name of the initial registered agent of this corporation at that address is Kim Sands.

ARTICLE IX
INITIAL BOARD OF DIRECTORS AND OFFICERS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the by-laws, but never less than one (1). The name and address of the initial director and officer of this corporation are:

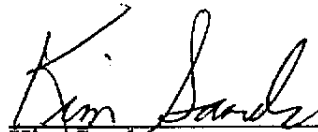
Kim Sands - President - Treasurer - Secretary
3336 Coolidge Street
Hollywood, FL 33021

ARTICLE X
INCORPORATOR

The name and address of the Incorporator is:

Kim Sands
3336 Coolidge Street
Hollywood, FL 33021

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation
on this 28th day of January, 2004.




Kim Sands
Initial Director/Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS May BE SERVED**

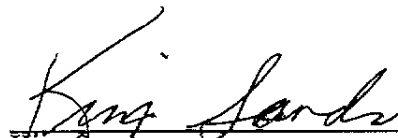
In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That STRAW HAT SUNBLOCK, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 3336 Coolidge Street, Hollywood, FL 33021, names Kim Sands., located at 3336 Coolidge Street, Hollywood, FL 33021, as its agent to accept service of process within the State of Florida.


Kim Sands
Incorporator

Dated: January 28th, 2004

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Kim Sands
Registered Agent

Dated: January 28, 2004

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TALLAHASSEE, FLORIDA