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BASIC AMENDMENT

STRAW HAT SUNBLOCK, INC.

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AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
STRAW HAT SUNBLOCK, INC.

Pursuant to the provisions of Sections 607.1003 and 607.1007 of the Florida Business Corporation Act, the undersigned corporation hereby adopts the following Amended and Restated Articles of Incorporation:

1. The name of the corporation is:

STRAW HAT SUNBLOCK, INC.

2. The text of the corporation's Amended and Restated Articles of Incorporation is as follows:

ARTICLE I

Name

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

ARTICLE II

Purpose

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under the Florida Business Corporation Act, and all amendments and supplements thereto, or any law enacted to take the place thereof (collectively, the "Act").

ARTICLE III

Authorized Capital

The corporation is authorized to issue two classes of stock, as follows: (a) One Hundred Thousand (100,000) shares of voting common stock having a par value of \$0.01; and (b) One Hundred Thousand (100,000) shares of nonvoting common stock having a par value of \$0.01.

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ARTICLE IV

Address

The address of the principal office of the corporation, and its mailing address, is as follows:

3336 Coolidge Street
Hollywood, Florida 33021

ARTICLE V

Registered Office and Agent

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

ARTICLE VI

Board of Directors and Officers

The corporation has one (1) director and officer, whose name, address and positions are set forth as follows:

Kim Sands
3336 Coolidge Street
Hollywood, Florida 33021

Director, President,
Treasurer and Secretary

The number of directors may be increased or decreased from time to time as set forth in the By-Laws of the corporation, but shall never be less than one (1). The officers shall be elected from time to time by the Board of Directors, as prescribed by the corporation's By-Laws.

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ARTICLE VIII

Indemnification

(a) The corporation shall indemnify, or advance expenses to, to the fullest extent authorized or permitted by the Act, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he: (i) is or was a director of the corporation; (ii) is or was an officer of the corporation, provided that he is or was at the time a director of the corporation; or (iii) is or was serving at the request of the corporation as a director, officer, agent or employee of another corporation, partnership, joint venture, trust or other enterprise, provided that he is or was at the time a director of the corporation.

(b) Except for those persons entitled to indemnification pursuant to subparagraph (a) of this Article VI, the Board of Directors of the corporation shall have, unless otherwise expressly prohibited by the Act, the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he is or was an officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

(c) Except for those persons entitled to indemnification pursuant to subparagraph (a) of this Article VI, no person may apply for indemnification or advancement of expenses to any court of competent jurisdiction.

3. The foregoing Amendment was adopted by the sole shareholder and director of the corporation on January 10, 2005, in the manner prescribed by Section 607.1006 of the Florida General Corporation Act, and the number of votes cast was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Restated and Amended Articles of Incorporation by its duly authorized officer this 10th day of January, 2005.

STRAW HAT SUNBLOCK, INC.

By: Kim Sands
Kim Sands, President

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ACCEPTANCE OF APPOINTMENT
AS
REGISTERED AGENT

Having been named as registered agent for the above-named corporation at the place designated in these Articles of Incorporation, 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.


Kim Sands

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