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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 456677 118517A

AUTHORIZATION :

*Patricia Pardo*

COST LIMIT : \$ 78.75

ORDER DATE : February 24, 2004

ORDER TIME : 1:42 PM

ORDER NO. : 456677-005

CUSTOMER NO: 118517A

CUSTOMER: Jeffrey M. Fuller, Esq  
Fuller Holsonback Bivins &  
Malloy  
Suite 1500  
400 North Ashley Drive  
Tampa, FL 33602

DOMESTIC FILING

NAME: MALIBU DISTRIBUTION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward - EXT. 2935

EXAMINER'S INITIALS: \_\_\_\_\_

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ARTICLES OF INCORPORATION  
OF  
MALIBU DISTRIBUTION, INC.

The undersigned, acting as the incorporator of MALIBU DISTRIBUTION, INC. under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

MALIBU DISTRIBUTION, INC.

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal business office and mailing address of the corporation is:

8775 Ashworth Drive  
Tampa, Florida 33647

ARTICLE III. CAPITAL STOCK

The number of shares of capital stock that the corporation is authorized to issue is 10,000 shares of common stock, having a par value of \$1.00 per share.

ARTICLE IV. INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The name and street address of the initial director is Jeanine Martins, 8775 Ashworth Drive, Tampa, Florida 33647.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 400 North Ashley Drive, Suite 1500, Tampa, Florida 33602, and the name of the corporation's initial registered agent at that address is Jeffery M. Fuller.

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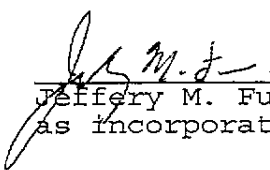
ARTICLE VI. INCORPORATOR

The name and street address of the incorporator is:

Jeffery M. Fuller  
400 North Ashley Drive, Suite 1500  
Tampa, Florida 33602

The incorporator assigns to this corporation his rights under Section 607.0201 Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the Board of Directors any rights he has as an incorporator to acquire any of the capital stock of this corporation; this assignment shall become effective on the date corporate existence begins.

EXECUTION DATE: February 23, 2004

  
\_\_\_\_\_  
Jeffery M. Fuller  
as incorporator

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MALIBU DISTRIBUTION, INC.

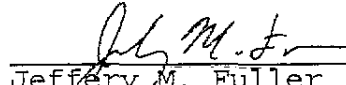
ACCEPTANCE OF REGISTERED AGENT

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That MALIBU DISTRIBUTION, INC., desiring to organize as a corporation under the laws of the State of Florida with its initial registered office, as indicated in its Articles of Incorporation, at 400 North Ashley Drive, Suite 1500, Tampa, Florida 33602, has named Jeffery M. Fuller, as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for Malibu Distribution, Inc. at the place designated in this document, the undersigned agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act relative to keeping open the registered office. The undersigned is familiar with, and accepts the obligations of, Section 607.0501, Florida Statutes.

EXECUTION DATE: February 23, 2005

  
\_\_\_\_\_  
Jeffery M. Fuller  
as Registered Agent

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