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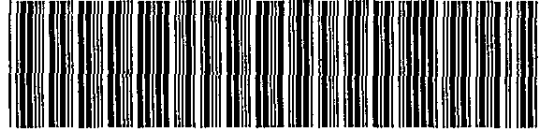
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May 27, 2004

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: **Sandcastle Specialties, Inc.**

Enclosed herewith are the original and one copy of the Articles of Incorporation for Sandcastle Specialties, Inc. Also enclosed is our check in the amount of \$78.75 to defray the filing fee, designation of registered agent, certified copy and certificate of status.

Please return the certified copy of the Articles of Incorporation to this office upon successful filing.

Please contact our office if there are questions regarding this matter.

Your assistance in this matter is genuinely appreciated.

Sincerely,

Francis M . Sorgman, preparer
5510 River Road, Suite 109
New Port Richey, Fl. 34652
1-877-847-6637

1 that the action was taken by written consent of the Board of Directors without a meeting. Such a
2 statement shall be prima facie evidence of such authority.

3
4 **B. Corporate Officers.** The Board of Directors shall elect the following officers:
5 President, Vice President, Secretary and Treasurer, and such other officers as the Bylaws of the
6 Corporation may authorize the Directors to elect from time to time. Initially, such officers shall
7 be elected at the first annual meeting of the Board of Directors. Until such election is held, the
8 following persons shall serve as corporate officers:

<u>Title</u>	<u>Name</u>
President	Christine M. Steelman
Vice President	Christine M. Steelman
Secretary & Treasurer	Christine M. Steelman

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14 **ARTICLE VI - INITIAL PRINCIPLE OFFICE**

15 The principal place of business and mailing address of this corporation shall be:

16 Principle Place of Business: 9233 Geneva Street
17 Spring Hill, Florida 34608

18 Mailing Address: P.O. Box 3671
19 Spring Hill, Florida 34611-3671

20 **ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT**

21 The street address of the initial registered office and the name of the initial registered
22 agent at that office are:

22 NAME:	Christine M. Steelman
23 ADDRESS:	9233 Geneva Street
CITY/STATE/ZIP:	Spring Hill, Florida 34608
24 PHONE	(352) 666-5629

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ARTICLE VIII – INCORPORATORS

The names of addresses of the Incorporators signing these Articles of Incorporation are as follows:

NAME: Christine M. Steelman
ADDRESS: 9233 Geneva Street
CITY/STATE/ZIP: Spring Hill, Florida 34608
PHONE (352) 666-5629

ARTICLES IX – MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is as follows:

By major vote of the stockholders

ARTICLE X – LIMITATION OF CORPORATION OF POWERS

The corporate powers of this corporation are as provided in **FS § 607.0302**, unless limited as follows: **There are no limitations expressed, implied or contemplated.**

The undersigned Incorporator(s) have executed these articles of incorporation on this

15th day of June, 2004

X Christine M. Steelman

Signature of Incorporator

Christine M. Steelman

Typed name of Incorporator signing

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO FS § 607.052, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at, 9233 Geneva Street, Spring Hill, Florida 34608, has named **Christine M. Steelman**, located at the aforesaid address, as its registered agent to accept service of process within the state.

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.

x Christine M. Steelman
(Signature)

6/15/04
(Date)

Christine M. Steelman, Registered Agent
9233 Geneva Street
Spring Hill, Florida 34608
Tel: (352) 666-5629

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