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To:

Division of Corporations

Fax Number

: (850)205-0381

From:

Account Name : DOUGLAS L. HILKERT

Account Number : 102200001064 Phone : (727)507-9559

Phone : (727)507-9559 Fax Number : (727)507-9779

FLORIDA PROFIT CORPORATION OR P.A.

Pelican Reef Surf Shop, Inc.

| Certificate of Status | 0 |
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| Certified Copy | 0 |
| Page Count | 02 |
| Estimated Charge | \$70.00 |

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ARTICLES OF INCORPORATION

OF

PELICAN REEF SURF SHOP, INC.

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ARTICLE I. NAME

The name of this corporation is Pelican Reef Surf Shop, Inc.

ARTICLE II. COMMENCEMENT AND DURATION

This corporation's existence shall commence on October 12, 2004. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue one thousand (1,000) shares of common capital stock with a par value of \$0.01 per share.

ARTICLE V. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board of Directors shall be three (3). The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one (1). The initial Board of Directors, who shall serve until their successor(s) are elected and qualified is: James Robert Strandlof, Frank James Marcello, and Keith William Evans.

ARTICLE VI. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT AND MAILING ADDRESS OF THE CORPORATION

This corporation's initial mailing address is: 14858 Hidden Oaks Circle; Clearwater, Florida 33764.

The name and address of this corporation's initial registered agent is: Douglas L. Hilkert P.A.; 2557 Nursery Road Suite A; Clearwater, Florida 33764.

Prepared by: DOUGLAS L. HILKERT, ESQ. 2557 Nursery Road Suite A Clearwater, FL 33764 (727) 507-9559 FBN 981850

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ARTICLE VIII. INCORPORATOR

The name and address of this corporation's incorporator is: Douglas L. Hilkert; 2557 Nursery Road Suite A; Clearwater, Florida 33764.

ARTICLE IX. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

The undersigned has executed these Articles of Incorporation on this 12 day of October, 2004.

Douglas L. Hilkert Incorporator

ACCEPTANCE

Having been named as the registered agent, to accept service of process, within the State of Florida, at the registered office address indicated above, for Pelican Reef Surf Shop, Inc., I hereby accept the designation as the registered agent and agree to act and serve in that capacity on behalf of Pelican Reef Surf Shop, Inc.

Dated this 12 day of October, 2004.

Douglas L. Hilkert P. A

Douglas L. Hilkert, Its President

Registered Agent