

**Electronic Articles of Incorporation
For**

P04000171677
FILED
December 27, 2004
Sec. Of State
jshivers

DOWN2SEA GALLERY, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

DOWN2SEA GALLERY, INC.

Article II

The principal place of business address:

695 FOUNTAIN BLVD
SATELLITE BEACH, FL. 329373911

The mailing address of the corporation is:

695 FOUNTAIN BLVD
SATELLITE BEACH, FL. 329373911

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

5000

Article V

The name and Florida street address of the registered agent is:

SUZANNE M MCLENDON
695 FOUNTAIN BLVD
SATELLITE BEACH, FL. 329373911

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: SUZANNE M MCLENDON

Article VI

The name and address of the incorporator is:

SUZANNE MARIE MCLENDON
695 FOUNTAIN BLVD
SATELLITE BEACH, FL 32937-3911

Incorporator Signature: SUZANNE MARIE MCLENDON

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
SUZANNE M MCLENDON
695 FOUNTAIN BLVD
SATELLITE BEACH, F. 329373911 US

Title: CFO
TRACY M MCLENDON
695 FOUNTAIN BLVD.
SATELLITE BEACH, FL. 329373911 US

Title: VP
LUCAS M MCLENDON
695 FOUNTAIN BLVD
SATELLITE BEACH, FL. 329373911 US

Article VIII

The effective date for this corporation shall be:

01/01/2005