

**Electronic Articles of Incorporation
For**

P05000074967
FILED
May 23, 2005
Sec. Of State
jshivers

A WHALE OF A TALE, 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:

A WHALE OF A TALE, INC.

Article II

The principal place of business address:

5100 SOUTH CLEVELAND AVENUE
SUITE 318/332
FT. MYERS, FL. 33907

The mailing address of the corporation is:

5100 SOUTH CLEVELAND AVENUE
SUITE 318/332
FT. MYERS, FL. 33907

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:

1,000

Article V

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

GEOFFREY SPROUL
5100 SOUTH CLEVELAND AVENUE
SUITE 318/332
FT. MYERS, FL. 33907

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

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Registered Agent Signature: GEOFFREY SPROUL

Article VI

The name and address of the incorporator is:

JEFF STEPHENS
4507 FURLING LANE
SUITE 210
DESTIN, FL 32541

Incorporator Signature: JEFF STEPHENS

Article VII

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

Title: P, D
GEOFFREY SPROUL
5100 SOUTH CLEVELAND AVENUE, SUITE 318/332
FT. MYERS, FL. 33907

Title: VP
CAROL J SPROUL
5100 SOUTH CLEVELAND AVENUE, SUITE 318/332
FT. MYERS, FL. 33907

Title: S, T
CAROL J SPROUL
5100 SOUTH CLEVELAND AVENUE, SUITE 318/332
FT. MYERS, FL. 33907

Article VIII

The effective date for this corporation shall be:

05/20/2005