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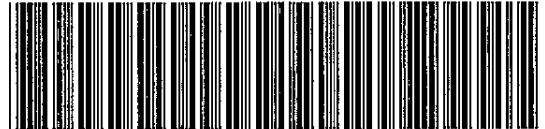
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EFFECTIVE DATE

08-30-05

05 AUG 31 PM 4: 06

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RECEIVED

WOS. 41206

B. McKnight SEP 07 2005



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August 31, 2005

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Adventure Babe, Inc.

Filing Evidence

- ☒ Plain/Confirmation Copy
- ☐ Certified Copy

Retrieval Request

- ☐ Photocopy
- ☐ Certified Copy

Type of Document

- ☐ Certificate of Status
- ☐ Certificate of Good Standing
- ☐ Articles Only
- ☐ All Charter Documents to Include Articles & Amendments
- ☐ Fictitious Name Certificate
- ☐ Other

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

September 1, 2005

UCC FILING & SEARCH SERVICES

SUBJECT: ADVENTURE BABE, INC.
Ref. Number: W05000041206

We have received your document for ADVENTURE BABE, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight
Document Specialist
New Filings Section

Letter Number: 905A00055143

*Please file as if the original
submission date.*

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05 SEP - 6 AM 10:38
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

ADVENTURE BABE, INC.

ARTICLE I.

EFFECTIVE DATE
08-30-05

NAME

The name of this corporation is Adventure Babe, Inc.

ARTICLE II.

PRINCIPAL OFFICE

The principal office of this corporation is 1128 42nd Avenue Northeast, St. Petersburg, Florida 33703 and the mailing address of this corporation is Post Office Box 55337, St. Petersburg, Florida 33732.

ARTICLE III.

DURATION; EFFECTIVE DATE

This corporation shall exist perpetually, commencing as of August 30, 2005.

ARTICLE IV.

PURPOSES

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

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DIVISION OF CORPORATIONS
05 AUG 31 PM 4:06

ARTICLE V.

CAPITAL STOCK

This corporation is authorized to issue Ten Thousand (10,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE VI.

REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this corporation and the street address of the initial Registered Office are Kristine M. Grant, 1128 42nd Avenue Northeast, St. Petersburg, Florida 33701.

ARTICLE VII.

INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The names and addresses of the initial director of this corporation are:

Kristine M. Grant
1128 42nd Avenue NE
St. Petersburg, Florida 33703

Diane M. Peltz
1231 Darlington Oak Circle NE
St. Petersburg, Florida 33703

ARTICLE VIII.

INCORPORATOR

The name and address of the person signing these Articles of Incorporation are Joel D. Bronstein, 150 Second Avenue North, Suite 1100, St. Petersburg, Florida 33701.

ARTICLE IX.

AMENDMENT

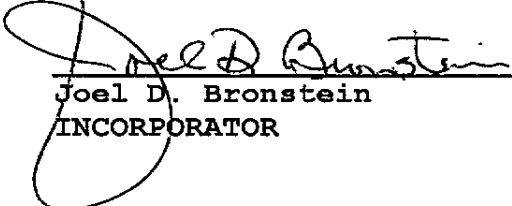
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X.

BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this 30th day of August, 2005.


Joel D. Bronstein
INCORPORATOR

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT
AND ACCEPTANCE OF APPOINTMENT**

I hereby accept appointment as Registered Agent of the following Corporation:


Name of Corporation: Adventure Babe, Inc.

The Registered Office of such Corporation shall be as follows:

Address of Registered Office: 1128 42nd Avenue Northeast
St. Petersburg, Florida 33703

Pursuant to Section 607.0501, Florida Statutes, I agree to act in this capacity, and will comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of 607.0505, Florida Statutes.

Dated this 30 day of August, 2005.



Kristine M. Grant
Registered Agent

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