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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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December 28, 2006

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

Sand and Seashore, 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	
X	Profit
	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

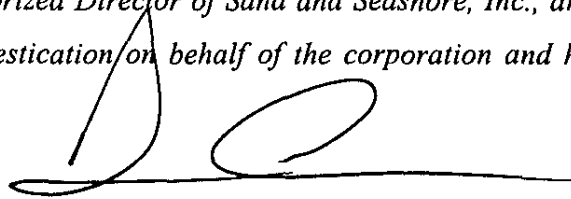
**CERTIFICATE OF DOMESTICATION**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, Dennis Ginsburg, authorized Director of Sand and Seashore, Inc., a foreign Corporation, in accordance with F.S. 607.1801 does hereby certify:

1. The date on which corporation was formed was July 22, 1976.
2. The jurisdiction where the above named corporation was formed, incorporated, or otherwise came into being was Panama.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was Sand and Seashore, Inc.
4. The name of the corporation, as set forth in its Articles of Incorporation, to be filed pursuant to F.S. 607.0202 and 607.0401 with this certificate is Sand and Seashore, Inc.
5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was Panama.
6. Attached are Florida Articles of Incorporation to complete the domestication requirements pursuant to F.S. 607.1801.

I am Dennis Ginsburg, authorized Director of Sand and Seashore, Inc., and I am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 27<sup>th</sup> day of December, 2006.



Dennis Ginsburg, Authorized Director

**ARTICLES OF INCORPORATION**

**OF**

**SAND AND SEASHORE, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

**ARTICLE I. NAME**

The name of the corporation shall be Sand and Seashore, Inc. The address of the principal office of this corporation shall be 5729 Lofty View Lane, Cincinnati, OH 45247 and the mailing address of the corporation shall be the same.

**ARTICLE II. NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory, or nation.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock the corporation is authorized to have outstanding at any one time is 500 shares all of which shall be classified as common stock and have a par value of \$1.00 each.

**ARTICLE IV. REGISTERED AGENT**

The street address of the initial registered office of this corporation shall be 1500 San Remo Avenue, Suite 125, Coral Gables, FL 33146, and the name of the initial registered agent of the corporation at that address is Atrium Registered Agents, Inc.

**ARTICLE V. TERM OF EXISTENCE**

This corporation is to exist perpetually.

## **ARTICLE VI. OFFICERS AND DIRECTORS**

The name and address of the initial Officer and Director is:

Alexander Topala - President/Secretary/Director  
5729 Lofty View Lane  
Cincinnati, OH 45247

## **ARTICLE VII. INCORPORATOR**

The name and address of the incorporator of these Articles of Incorporation is:

PACKMAN, NEUWAHL & ROSENBERG  
1500 San Remo Avenue, Suite 125  
Coral Gables, FL 33146

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal on the 27<sup>th</sup> day of December, 2006.

~~PACKMAN, NEUWAHL & ROSENBERG~~

By:

**Dennis Ginsburg, Vice President**

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT DESIGNATING ITS REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is:  
  
SAND AND SEASHORE, INC.
2. The name and address of the registered agent and office is:  
  
Atrium Registered Agents, Inc.  
1500 San Remo Avenue, Suite 125  
Coral Gables, Florida 33146

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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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE DUTIES AND OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

ATRIUM REGISTERED AGENTS, INC.

By: 

DENNIS GINSBURG, Vice President

Date: December 27, 2006