

Division of Corporations

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Florida Department of State
Division of Corporations
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FLORIDA PROFIT/NON PROFIT CORPORATION**Timeless Holdings, Inc.**

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ARTICLES OF INCORPORATION
OF
TIMELESS HOLDINGS, INC.
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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The undersigned hereby organizes a corporation for profit under the provisions of the Florida Business Corporation Act, and pursuant to the following Articles of Incorporation:

ARTICLE I

Name

The name of this corporation is:

Timeless Holdings, Inc.

ARTICLE II

Duration

This corporation shall have perpetual existence, commencing upon filing of these Articles of Incorporation.

ARTICLE III

Principal Office and Mailing Address

The address of the principal office of this corporation is 303 Gulf Shore Drive, Santa Rosa Beach, Florida 32459, and the mailing address is P.O. Box 450, Freeport, Florida 32439.

ARTICLE IV

Capital Stock

This corporation is authorized to issue ten thousand (10,000) shares of common stock, each with a par value of one cent (\$.01).

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ARTICLE V
Preemptive Rights

This corporation elects to have preemptive rights.

ARTICLE VI
Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 303 Gulf Shore Drive, Santa Rosa Beach, Florida 32459, and the name of the initial registered agent of this corporation at that address is Mikel Lee Perry.

ARTICLE VII
Incorporator

The name and mailing address of the incorporator is:

Name:

Address:

Mikel Lee Perry

P.O. Box 450
Freeport, Florida 32439

ARTICLE VIII
Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time in the manner provided in the bylaws, but shall never be less than one (1). The name and street address of the initial director of this corporation is:

Name:

Address:

Mikel Lee Perry

303 Gulf Shore Drive
Santa Rosa Beach, Florida 32459

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ARTICLE IX
Indemnification

This corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE X
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.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 8th day of ^{February} ~~January~~, 2007, and the undersigned registered agent acknowledges that he is familiar with, and accepts, the obligations of registered agent of this corporation.


Mikel Lee Perry
Incorporator and Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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