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Division of Corporations

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TALLAHASSEE, FLORIDA

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FLORIDA PROFIT/NON PROFIT CORPORATION

PASSION Spirits Desires Hats, Inc.

Certificate of Status	1
Certified Copy	0
Page Count	05
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION
OF
PASSION SPIRITS DESIRES HATS, INC.

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TALLAHASSEE, FLORIDA

The undersigned subscriber, being the incorporator of these Articles of Incorporation, hereby form a corporation under the laws of the State of Florida, Florida Statutes, Chapter 607 as follows:

ARTICLE I
NAME

The name of this corporation is PASSION SPIRITS DESIRES HATS, INC.

ARTICLE II
DURATION

This corporation shall exist perpetually.

ARTICLE III
CORPORATE PURPOSE AND POWERS

This corporation is organized for the purpose of conducting any and all lawful business not in conflict with the Statutes of the State of Florida. This corporation shall have all corporate powers enumerated in Chapter 607 mentioned above. This corporation is organized for the specific purpose of a designing business.

ARTICLE IV
CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have is 1,000 shares of common stock having a nominal or par value of One Dollar (\$1.00) per share, which stock shall have the entire voting power of the corporation.

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ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4 Eleventh Avenue, Suite 1, Shalimar, Florida 32579, and the name of the initial registered agent at that address is LARRY H. HIPSH, III.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

The number of directors constituting the Initial Board of Directors is two (2). The names and addresses of the persons who are to serve as the initial Board of Directors are as follows:

Mary L. Strange
618 W. Sunset
Ft. Walton Beach, Florida 32547

Ralph W. John, Jr.
618 W. Sunset
Ft. Walton Beach, Florida 32547

ARTICLE VII
INITIAL INCORPORATOR

The name and address of the initial incorporators of this corporation is as follows:

Mary L. Strange
618 W. Sunset
Ft. Walton Beach, Florida 32547

Ralph W. John, Jr.
618 W. Sunset
Ft. Walton Beach, Florida 32547

ARTICLE VIII
PRINCIPAL OFFICE ADDRESS AND MAILING ADDRESS

The principal office address of the Corporation is 618 W. Sunset, Fort Walton Beach, Florida 32547. The mailing address for the Corporation is 618 W. Sunset, Fort Walton Beach, Florida 32547.

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ARTICLE IX
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by vote of 51% of the stock entitled to vote thereon. Any action of the stockholders may be taken without a meeting when consent in writing setting forth the action so taken is signed by all the persons who would be entitled to vote upon such action at a meeting and filed with the Secretary of the Corporation as part of the corporate records.

IN WITNESS WHEREOF, the undersigned, being all of the incorporators hereinbefore named, have hereunto set their hand and seal on this the 10th day of July, 2007, for the purpose of forming a corporation to do business both within and without the State of Florida and do make and file in the Office of the Secretary of State of Florida these Articles of Incorporation and certify that the facts herein stated above are true.


MARY E. STRANGE
Incorporator


RALPH W. JOHN, JR.
Incorporator

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STATE OF FLORIDA
COUNTY OF OKALOOSA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared MARY L. STRANGE, either personally know to me or has produced a valid driver's license as identification to be the individual described in and who executed the foregoing Articles of Incorporation and she acknowledged to and before me that she executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the State and County last aforesaid this 10th day of July, 2007.

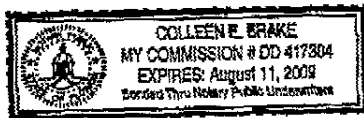


Colleen E. Brake
COLLEEN E. BRAKE
Notary Public
My Commission Expires: 08/11/2009

STATE OF FLORIDA
COUNTY OF OKALOOSA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared RALPH W. JOHN, JR., either personally know to me or has produced a valid driver's license as identification to be the individual described in and who executed the foregoing Articles of Incorporation and he acknowledged to and before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the State and County last aforesaid this 10th day of July, 2007.



Colleen E. Brake
COLLEEN E. BRAKE
Notary Public
My Commission Expires: 08/11/2009

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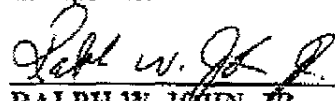
**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

Pursuant to Section 48.091 and 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of Florida, submits the following statement designating the registered office and registered agent in Florida.

1. The name of the corporation is PASSION SPIRITS DESIRES HATS, INC.
2. The address of the registered office is 4 Eleventh Avenue, Suite 1, Shalimar, Florida 32579.
3. The name of the registered agent at the registered office is LARRY H. HIPSH, III.

Dated: July 12, 2007.


MARY L. STRANGE
Incorporator


RALPH W. JOHN, JR.
Incorporator

Having been named as registered agent and to accept service of process for the above named corporation, at the place designated in this certificate, I hereby accept appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all Florida Statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: July 11, 2007.


LARRY H. HIPSH, III

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