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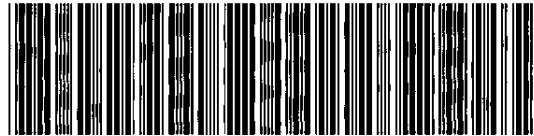
(Business Entity Name)

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05/13/09--01013--020 \*\*78.75

APPROVED  
AND  
FILED  
09 MAY 13 PM 3:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**STEPHEN O. PARKER**

ATTORNEY AT LAW

348 EAST ADAMS STREET  
JACKSONVILLE, FLORIDA 32202

TELEPHONE (904) 355-7750  
FAX (904) 355-2800

May 11, 2009

Secretary of State  
Florida Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

Re: Articles of Incorporation of  
BOGA International, Inc.

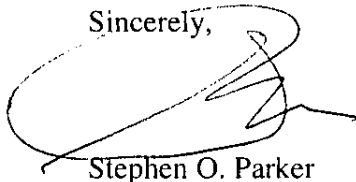
Dear Sir:

Enclosed herewith are the Articles of Incorporation for BOGA International, Inc. to be to filed in your office. Also enclosed is my check for \$78.75 to cover the filing fee and certified copy cost.

Please return the certified copy and other documents directly to Stephen O. Parker, Esquire, 348 East Adams Street, Jacksonville, Florida 32202.

Thank you for your assistance in this matter.

Sincerely,

A handwritten signature in black ink, appearing to be "Stephen O. Parker", written over a horizontal line.

Stephen O. Parker

SOP/cb  
Enclosures

APPROVED  
AND  
FILED  
09 MAY 13 PM 3:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF**

**BOGA INTERNATIONAL, INC.**

We, the undersigned, do hereby form a corporation, and for such purpose we hereby make, execute, and adopt the following Articles of Incorporation.

**ARTICLE I**

Name

The name of this corporation shall be: **BOGA INTERNATIONAL, INC.**

**ARTICLE II**

Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE III**

Duration

The term for which this corporation shall exist shall be perpetual commencing on the date of acceptance and filing of these articles by the Florida Department of State.

**ARTICLE IV**

Capital Stock

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock.

**ARTICLE V**

**Incorporators**

The name and address of the person signing these articles is:

**John C. Bowers**  
1881 Swiss Oaks Street  
St. Johns, Florida 32259

**ARTICLE VI**

**By-Laws**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors, subject to the approval of the shareholders.

**ARTICLE VII**

**Preemptive Rights**

No holder of any shares of the Corporation shall have any preemptive right to purchase, subscribe for or otherwise acquire any shares of the corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

**ARTICLE VIII**

**Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 1881 Swiss Oaks Street, St. Johns, Florida 32259, and the name of the initial registered agent of this corporation at this address is **John C. Bowers**.

## **ARTICLE IX**

### **Principal Mailing Address**

The principal mailing address of the Corporation shall be, 1881 Swiss Oaks Street, St. Johns, Florida 32259.

## **ARTICLE X**

### **Initial Board of Directors**

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws. The names and addresses of the initial director(s) of this corporation are:

**John C. Bowers**  
1881 Swiss Oaks Street  
St. Johns, Florida 32259

**Maria Angelica Bowers**  
1881 Swiss Oaks Street  
St. Johns, Florida 32259

## **ARTICLE XI**

### **Officers**

The names and post office addresses of the officers of this corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed and have qualified are as follows:

President: **John C. Bowers**  
1881 Swiss Oaks Street  
St. Johns, Florida 32259

Secretary/  
Treasurer **Maria Angelica Bowers**  
1881 Swiss Oaks Street  
St. Johns, Florida 32259

**ARTICLE XII**

**Shareholders Quorum and Voting**

Fifty-one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

**ARTICLE XIII**

**Indemnification**

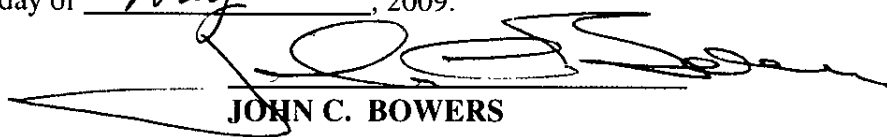
The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

**ARTICLE XIX**

**Amendment**

This corporation through its shareholders reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 11<sup>th</sup> day of May, 2009.

  
**JOHN C. BOWERS**

STATE OF FLORIDA

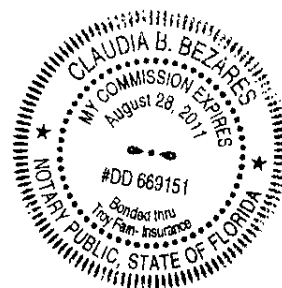
COUNTY OF DUVAL

Before me, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared **JOHN C. BOWERS**, who produced a driver's license as

identification or who is personally known to me, and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed the same for the purposes therein described.

WITNESS my hand and official seal this 11<sup>th</sup> day of May, 2009, at Jacksonville, County and State aforesaid.

*Claudia B. Bezares*  
Notary Public, State of Florida



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE

FOR THE SERVICE OF PROCESS WITHIN THIS STATE


NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that **BOGA INTERNATIONAL, INC.**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Jacksonville, County of Duval, State of Florida, has named **John C. Bowers**, 1881 Swiss Oaks Street, St. Johns, Florida 32259, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping said office open.

  
**JOHN C. BOWERS,**  
Resident Agent.

09 MAY 13 PM 3:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED