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FLORIDA PROFIT/NON PROFIT CORPORATION
A Mermaid's Paradise, Inc.

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ARTICLES OF INCORPORATION
OF
A MERMAID'S PARADISE, INC.

The undersigned, acting as incorporator of a corporation being formed under the Florida Business Corporation Act, Chapter 607, Florida Statutes, adopts the following articles of incorporation:

ARTICLE I

Name

The name of the corporation is A Mermaid's Paradise, Inc. (the "Corporation").

ARTICLE II

Initial Principal Office and Mailing Address

The address of this corporation shall be 1128 Turner Street, Clearwater, Florida 33756, or such other address within the State of Florida as the Board of Directors may from time to time designate. The mailing address of this corporation shall be 1128 Turner Street, Clearwater, Florida 33756.

ARTICLE III

Nature of Business

The Corporation may engage in any activity or business permitted under the laws of the United States and State of Florida. The Corporation shall have power to do everything necessary, proper, advisable or convenient for the accomplishment of the purposes hereinbefore set forth, and to do all other things incidental thereto or connected therewith, which are not prohibited by statute or by these Articles of Incorporation.

ARTICLE IV

Capital Stock

The Corporation shall have authority to issue one thousand (1,000) common shares with a par value of \$0.01 per share.

ARTICLE V

Initial Director

The Corporation initially shall have a sole director, whose name and address are as follows:

**Lucia Booe, President/Director
1128 Turner Street
Clearwater, Florida 33756**

ARTICLE VI
Initial Registered Agent and Office

The name of the corporation's initial registered agent is J. Matthew Marquardt, Esq., and the street address of the corporation's initial registered office is 625 Court Street, Suite 200, Clearwater, Florida 33756. The corporation may change its registered office or its registered agent both by filing with the Department of State of the State of Florida a statement complying with Section 617.0502, Florida Statutes.

ARTICLE VII
Incorporator

The name and address of the incorporator are:

**J. Matthew Marquardt
625 Court Street, Suite 200
Clearwater, Florida 33756**

ARTICLE VIII
Bylaws

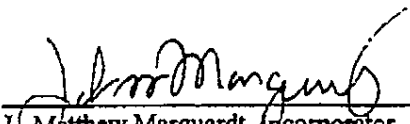
The bylaws of this corporation may be made, altered or rescinded from time to time in whole or in part by a majority vote of the directors of this corporation present at any meeting of the Board of Directors duly called and convened; provided, however that a quorum is present at the meeting of the Board of Directors and notice of the proposed action with respect to the bylaws shall have been waived by a majority of the Board of Directors or mailed by the secretary of this corporation to all the Board of Directors at least three (3) days before the meeting.

ARTICLE IX
Amendment of Articles of Incorporation

These Articles may be amended by resolution adopted by the majority vote of the Board of Directors of the corporation present at any meeting duly called and convened; provided, however, that notice of the proposed action with respect to the Articles of Incorporation shall have been waived by a majority of the Board of Directors of the corporation or ten (10) days'

advance notice of the amendment or amendments, to be considered at such meeting, shall have been given in writing personally or by mail to each member of the corporation prior to such meeting. All actions, including but not limited to, Amendment of Articles of Incorporation, required to be taken at any meeting may be taken by written consent as provided in Florida Statutes, as now amended or as same may be amended in the future.

Dated this 5th day of January, 2022.


J. Matthew Marquardt, Incorporator

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

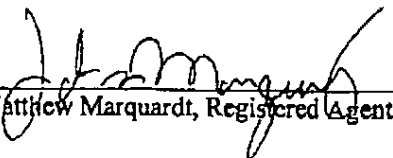
PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF
FLORIDA.

1. The name of the corporation is: **A MERMAID'S PARADISE, INC.**
2. The name and address of the registered agent and office is:

**J. Matthew Marquardt
625 Court Street, Suite 200
Clearwater, Florida 33756**

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 relating 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 this 5th day of January, 2022.


J. Matthew Marquardt, Registered Agent