

RISTORCELLI AND ASSOCIATES

Financial Information Services  
Accountants

(813) 535-0419

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*99500000 4711*

January 10, 1995

FILED  
JAN 17 1995  
TALLAHASSEE, FLORIDA

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

Re: Articles of Incorporation for Capri Williams, Inc.

Dear Sirs,

Please find enclosed the original and one copy of the Articles of Incorporation for Capri Williams, Inc. Also find our check for \$122.50 representing payment for the filing of our Articles of Incorporation, registered agent and a certified copy. Please feel free to contact us with any questions.

Sincerely,

*Geoffrey Donahoe*  
Geoffrey Donahoe

*AB 1/19/95*

FILED  
1995 JAN 17 PM 12:30  
TALLAHASSEE, FLORIDA

FILED

1995 JAN 17 PM 12: 30

ARTICLES OF INCORPORATION  
OF

TALLAHASSEE, FLORIDA

CAPRI WILLIAMS, INC.

The undersigned incorporators, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: CAPRI WILLIAMS, INC.

The principal place of business of this corporation shall be: 5150 Ulmerton Road  
Clearwater, FL 34620

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact 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 aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 100 shares of common stock having a par value of \$1.00 per share. The Board of Directors is authorized to issue "Section 1244 Stock" as defined by Section 1244 of the Internal Revenue Code.

ARTICLE IV TERMS OF EXISTENCE

This corporation is to exist perpetually, unless dissolved according to Florida Law.

ARTICLE V OFFICERS & DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Officers and Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Officer/Director, initially. The name and street address of the initial Officer/Board of Director is:

William A. Waterman III      11975 3rd Street East, Apt. 1  
President/Director              Treasure Island, FL 33706

ARTICLE VI INCORPORATORS

The name and street address of the incorporator to these Articles of Incorporation are:  
William A. Waterman III  
11975 3rd. Street East, Apt. 1  
Treasure Island, FL 33706

ARTICLE VII REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the corporation shall be: 5150 Ulmerton Road  
Treasure Island, FL 34620

The name of the initial registered agent of the corporation, who shall hold office the first year of the corporation's existence or until their successor is elected, is: William A. Waterman III

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 10<sup>th</sup> day of JANUARY, 1995.

Signature of Incorporator

William A. Waterman III

STATE OF FLORIDA  
COUNTY OF PINELLAS

THE FOREGOING instrument was acknowledged and sworn to before me this 10<sup>th</sup> day of JANUARY, 1995, by William A. Waterman III  
(Name of incorporator)  
of Capri Williams, Inc.  
(Name of Corporation)

Notary Public

Geoffrey Donahoe  
My Commission Expires: \_\_\_\_\_

NOTARY PUBLIC STATE OF FLORIDA  
MY COMMISSION EXPIRES \_\_\_\_\_  
BOND NUMBER \_\_\_\_\_

FILED


1995 JAN 17 PM 12:30

TALLAHASSEE, FLORIDA


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

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Capri Williams, Inc.
  
2. The name and address of the registered agent and office is: William A. Waterman III, 5150 Ulmerton Road  
(P.O. BOX NOT ACCEPTABLE)  
Clearwater, FL 34620  
(CITY/STATE/ZIP)

SIGNATURE   
(CORPORATE OFFICER)  
TITLE PRESIDENT  
DATE 1/10/95

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE   
DATE 1/10/95