

9108 Front Beach Road
Post Office Box 9454
Panama City Beach, Florida 32417

Brian D. Hess
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P9500014285

February 16, 1995

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

Re: Cindi Sue, Inc.,

Dear Sir/Madam:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for Cindi Sue, Inc. as well as a check in the sum of \$122.50 for your fee. Please forward a certified copy of the Articles to me at the above post office box.

Sincerely,

Patricia D. Middlebrooks

Patricia D. Middlebrooks
Legal Assistant to Brian D. Hess

/pdm/Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Patricia D. Middlebrooks
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**Articles of Incorporation
of
Cindi Sue, Inc.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I. Corporate Name and Initial Corporate Address

The name of this corporation is Cindi Sue, Inc., and the initial corporate address is 2606 Dade Avenue, Panama City Beach, Florida 32408.

Article II. Nature of Business and Powers

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

Article III. Capital Stock

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 5,000 shares of common stock, having a par value of \$1.00 per share.

Article IV. Term of Existence

This corporation shall have perpetual existence commencing upon filing of the articles.

Article V. Registered Agent and Initial Registered Office

The Registered Agent and the street address of the initial Registered Office of this corporation in the State of Florida shall be:

Brian D. Hess
9108 Front Beach Road
Panama City Beach, FL 32408

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

Article VI. Board of Directors

This corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

Article VII. Initial Directors

The name of the initial director of this corporation and his street address is:

Lacy O. Pennington
2606 Dade Avenue
Panama City Beach, Florida 32408

June S. Pennington
2606 Dade Avenue
Panama City Beach, Florida 32408

The persons named as initial directors shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

Article VIII. Incorporator

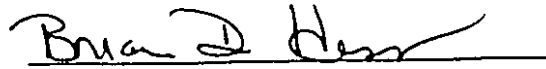
The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Brian D. Hess
9108 Front Beach Road
Panama City Beach, FL 32408

Article IX. Preemptive Rights

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

In witness whereof, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the 16 day of February, 1995.


Brian D. Hess

State of Florida
County of Bay

Before me, a Notary Public, personally appeared **Brian D. Hess**, who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to these

Articles of Incorporation on the 16 day of February, 1995, [X who was personally known to me; or [] who produced _____ as identification.



PATRICIA A. MIDDLEBROOKS
MY COMMISSION # CC312008 EXPIRES
AUGUST 30, 1997
BONDED THRU TROY PAUL INSURANCE, INC.

(Affix Notary Seal)

Patricia A. Middlebrooks
Notary Public

(print name)

My commission expires: _____

Commission #: _____

Consent of Registered Agent

Having been named as registered agent for this corporation at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.

Brian D. Hess
Brian D. Hess

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA