

**MCDONALD, FLEMING, MOORHEAD & FERGUSON**

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A Partnership of Professional Associations

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March 2, 1995

**P95000/18607**

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

RE: Surf Culture America, Inc.

Dear Sir:

Enclosed please find Articles of Incorporation of Surf Culture America, Inc. and Acceptance of Appointment of Registered Agent. Also, please find a check for \$122.50 to cover the filing fee for a profit corporation, and registered agent designation. Please send us back a certified copy of these Articles (copy enclosed) showing your receipt of same.

If you should have any problems or concerns, please do not hesitate to contact my office.

Sincerely,

*Bruce A. McDonald*  
Bruce A. McDonald

BAM/jbw  
Encls.

**EFFECTIVE DATE**

MAR - 2 1995

FILED  
95 MAR - 6 /H 9:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. BROWN MAR - 8 1995

**ARTICLES OF INCORPORATION  
OF  
SURF CULTURE AMERICA, INC.**

**FILED**  
95 MAR -6 AM 9:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I**

**NAME**

The name of this corporation is Surf Culture America, Inc.

**ARTICLE II**

**DURATION**

**EFFECTIVE DATE**  
MAR - 2 1995

This corporation shall exist perpetually, commencing upon the date of execution of these Articles.

**ARTICLE III**

**PURPOSE**

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States.

**ARTICLE IV**

**PRINCIPAL OFFICE; MAILING ADDRESS**

The principal office is located at 1413 Maldonado Drive, Pensacola Beach, Florida. The mailing address of the corporation is P.O. Box 264, Gulf Breeze, Florida 32562-0264.

#### **ARTICLE V**

##### **CAPITAL STOCK**

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

#### **ARTICLE VI**

##### **PREEMPTIVE RIGHTS**

Every shareholder upon the sale of any new stock of this corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

#### **ARTICLE VII**

##### **INITIAL REGISTERED OFFICE AND AGENT**

The street address of this corporation's initial registered office is 1413 Maldonado Drive, Pensacola Beach, FL 32561, and the name of this corporation's initial registered agent is Sunny McKenzie Richards Glasser.

#### **ARTICLE VIII**

##### **INITIAL BOARD OF DIRECTORS**

The number of directors constituting the initial Board of Directors is one (1), whose name and address is:

Sunny McKenzie Richards Glasser  
1413 Maldonado Drive  
Pensacola Beach, FL 32561

#### **ARTICLE IX**

##### **INCORPORATOR(S)**

The name and address of the incorporator is Sunny

McKenzie Richards Glasser, at 1413 Maldonado Drive, Pensacola Beach, FL 32561.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 2<sup>nd</sup> day of March, 1995.

Sunny McKenzie Richards Glasser  
Sunny McKenzie Richards Glasser,  
Incorporator

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

I, Sunny McKenzie Richards Glasser, hereby accept the appointment as Registered Agent for Surf Culture America, Inc., as set forth in its Articles of Incorporation being filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 2<sup>nd</sup> day of March, 1995.

*Sunny McKenzie Richards Glasser*  
Sunny McKenzie Richards Glasser

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