

# P95000033618

## CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME \_\_\_\_\_

FIRM \_\_\_\_\_

ADDRESS \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

RECEIVED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

95 MAY -1 AM 11:49

1/31/95

EFFECTIVE DATE

4-28-95

REQUEST TAKEN CONFIRMED APPROVED

DATE \_\_\_\_\_

TIME \_\_\_\_\_ CK No. \_\_\_\_\_

BY AAK \_\_\_\_\_

RE: Ocean Bay Properties,

Inc

	C.C. FEE	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> ( ) Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File	80000146-2938	
<input type="checkbox"/> Dissolution/Withdrawal	-05/01/95--01003--0111	
<input checked="" type="checkbox"/> C U S - 95	***131.25 ***131.25	
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ( )		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX ( ) pgs.		
<b>SUBTOTALS</b>		

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
	\$

Please remit invoice number with payment  
TERMS: NET 10 DAYS FROM INVOICE DATE  
1 1/2% per month on Past Due Amounts  
Past 30 Days, 18% per Annum.

THANK YOU  
from  
Your Capital Connection

WALK-IN  
Will Pick Up 51 12050

ARTICLES OF INCORPORATION  
OF

OCEAN BAY PROPERTIES, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 MAY -1 AM 11:49

The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be: OCEAN BAY PROPERTIES, INC. (hereinafter the "Corporation").

ARTICLE II

The existence of the Corporation shall commence on April 28, 1995 and shall be perpetual.

ARTICLE III

The Corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The Corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

ARTICLE IV

The maximum number of shares which the Corporation shall have authority to issue shall be 10,000 shares of common stock with a par value of \$0.01 per share.

EFFECTIVE DATE

4-28-95

#### ARTICLE V

The street address of the Corporation's initial registered office and the Corporation's initial registered agent at that address shall be:

Rossz Fiu Corporation  
701 Brickell Avenue, Suite 1200  
Miami, Florida 33131

#### ARTICLE VI

The Corporation shall have two directors initially. The names and address of the initial directors of the corporation, each of whom shall hold office until his successor is elected and qualified or until his earlier resignation or removal from office are:

Kevin James Voelcker  
C. Edward Fulton  
P.O. Box 895  
Lake Forest, Illinois 60045

The number of directors may be increased or decreased from time to time pursuant to the By-Laws of the Corporation, but shall not be less than one.

#### ARTICLE VII

The name and address of the incorporator of the Corporation is:

Jan Carson Cheezem  
CHEEZEM MONTELLO & KENNEY, P.A.  
701 Brickell Avenue, Suite 1200  
Miami, Florida 33131

ARTICLE VIII

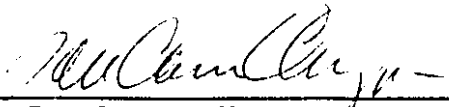
The mailing address of the Corporation's principal office shall be:

c/o Jan Carson Cheezem  
CHEEZEM MONTELLO & KENNEY, P.A.  
701 Brickell Avenue, Suite 1200  
Miami, Florida 33131

ARTICLE IX

This corporation shall indemnify, and shall advance expenses on behalf of, its officers and directors to the fullest extent not prohibited by any law in existence either now or hereafter.

Executed at Miami, Florida this 28th day of April, 1995.

  
\_\_\_\_\_  
Jan Carson Cheezem

ACCEPTANCE BY REGISTERED AGENT

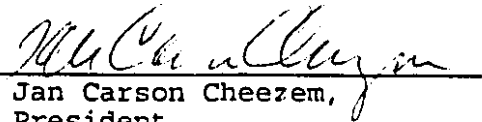
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

Having been appointed the registered agent of Ocean Bay Properties, Inc., the undersigned accepts such appointment and agrees to act in such capacity.

Dated this 28th day of April, 1995.

ROSSZ FIU CORPORATION

By:

  
Jan Carson Cheezem,  
President  
Registered Agent