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MANUEL N. LINDIAKOS & ASSOCIATES, P.A. ATTORNEY AND COUNSELOR AT LAW

TARPON TOWERS

905 M L. KING DRIVE BUITE 200 TARPON SERINGS, FL 34689 (813) 938-2933 + FAX (813) 942-0748 HODUSA TOWERS

28870 U.B. 19 NORTH BUITE 300 CLEARWATER, FL 34621 (813) 729-9400 • FAX (813) 798-3975 APCO CENTER

120 STATE STREET BUITE 101 OLDSMAR, FL 34677 (813) 655-9155 • FAX (813) 654-2006

June 7, 1995

PLEASE REPLY TO:

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

mmmmm1512090 -06/13/95--01067--020 -++++122,50 ++++122,50

RE: TWI

TWELVE ISLANDS, INC.

EFFECTIVE DATE

To Whom It May Concern:

Please find enclosed two (2) sets of Articles of Incorporation for Twelve Islands, Inc., for filing, together with a check for \$122.50 in payment of the following:

Filing Fees \$35.00 Certified Copy \$52.50

Registered Agent

Designation \$35.00

\$122.50

When these have been filed, please return a certified copy to me with the self-addressed envelope that I have provided. Thank you for your assistance.

Sincerely,

MANUEL N. LINDIAKOS & ASSOC., P.A.

MANUEL N. LINDIAKOS, ESQUIRE

mnl/dp Enclosures

2 Sets of Articles Check

Wei

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

June 19, 1995

MANUEL N. LINDIAKOS, ESQ. 1200 S. PINELLAS AVE., SUITE 9 TARPON SPRINGS, FL 34689

SUBJECT: TWELVE ISLANDS, INC. Ref. Number: W95000012426

EFFECTIVE DATE

We have received your document for TWELVE ISLANDS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Vickie Whitfield Corporate Specialist

Letter Number: 595A00029953

MANUEL N. LINDIAKOS & ASSOCIATES, P.A. ATTORNEY AND COUNSELOR AT LAW

TARPON TOWERS

905 M.L. KING DRIVE BUITE 200
TARPON BERINGS, PL 34069
(813) 936-2933 + FAX (813) 942-6746

JUNE 30, 1995

HODUSA TOWERS
28870 U.S. 1P NORTH SUITE 300
CLEARWATER, FL 34821
(513) 728-9400 + FAX (613) 796-3878

APCO CENTER
120 STATE STREET SUITE 101
00.098485, PL 34677
(813) 835-9185 • FAX (813) 854-2006

PLEASE REPLY TO:

Ms. Vickie Whitfield Corporate Specialist Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

RE: TWELVE ISLANDS, INC.

Dear Ms. Whitfield:

Please find enclosed herein the two (2) sets of Articles of Incorporation for Twelve Islands, Inc., with the necessary revisions that you have requested in your letter dated June 19, 1995 a copy of which is enclosed.

When these have been filed, please return a certified copy to me with the self-addressed envelope that I have provided. Thank you for your assistance.

Sincerely,

MANUEL N. LINDIAKOS & ASSOC., P.A.

MANUEL N. LINDIAKOS, ESQUIRE

mni/dp Enclosures

> 2 Sets of Articles Letter

SPLINITE DATE

ARTICLES OF INCORPORATION OF THELVE ISLANDS, INC.

The undersigned, acting as sole incorporator, adopts these Articles of Incorporation and forms a profit corporation (the "Corporation") under the Florida Business Corporation Act (the "Act"), as follows:

I. Mamo

The name of the Corporation is TWELVE ISLANDS, INC.

II. Term of Existence

The date when corporate existence will commence is July 1, 1995 in accordance with the provisions of Section 607.0203(1) of the Act, and the Corporation will have perpetual existence thereafter.

III. Principal Office

The principal office of the Corporation is 901 S. Pinellas Avenue, Tarpon Springs, Florida 34689.

IV. PURPOSES AND POWERS

The Purpose of the corporation is to do any and all lawful business for which corporations may be incorporated under the laws of Florida.

V. Capital Stock

The Corporation is authorized to issue 100 shares of one dollar (\$1.00) par value common stock, which will be designated Common Stock.

VI. Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 901 S. Pinellas Avenue, Tarpon Springs, Florida 34689, and the name of its initial registered agent at such address is Andrew M. Tsongranis.

VII. Directors

The Corporation will have 1 director initially. The number of directors may be increased or decreased from time to time by the bylaws of the Corporation, provided that the Corporation will always have at least 1 but no more than 5 directors. The names and addresses of the initial directors of the Corporation, who will serve until their successor(s) are duly elected and qualified, are:

Hame

Address

Andrew M. Tsongranis

901 S. Pinellas Avenue Tarpon Springs, Florida 34689

VIII. Incorporator

The name and address of the incorporator signing these Articles of Incorporation are:

Mame

Address

Andrew M. Tsongranis

901 S. Pinellas Avenue Tarpon Springs, Florida 34689

IX. Preemptive Rights

Each shareholder of the Corporation will have the first right to purchase shares (and any securities convertible into such shares) of any class, kind or series of the Corporation's capital stock that may from time to time be issued, whether or not presently authorized, including treasury shares, in the ratio that the number of shares such shareholder holds at the time of issuance bears to the total number of shares then outstanding, exclusive of treasury shares. Any shareholder's preemptive rights will be waived if such shareholder does not exercise his or her preemptive rights by tendering full payment to the Corporation within thirty (30) days of receipt of written notice from the Corporation stating the prices, terms and conditions for the sale of such shares (or securities convertible into such shares). A shareholder may also waive his other preemptive rights by affirmative written notice of waiver within 30 days of receipt of notice of the Corporation's issuance of shares.

X. Affiliated Transactions

Pursuant to the provisions of 607.0901(5)(a) of the Act, the Corporation elects not to be governed by the requirements or other provisions regarding affiliated transactions as set forth in Section 607.0901 of the Act and, therefore, the terms of such section of the Act will not apply with respect to the approval adoption, authorization, ratification or effectuation of any affiliated transactions involving the Corporation.

ARTICLE XI. Control Share Acquisitions

Pursuant to the provisions of Section 607.0902(5) of the Act, the Corporation elects not to be governed by the requirements or other provisions regarding control-share acquisitions described in Section 607.0902 of the Act. Therefore, the terms and provisions of Section 607.0902 will not apply with respect to any control-share acquisition of any equity securities of the Corporation and the equity securities of the Corporation will have any and all other rights and privileges available under the Act.

XII. B<u>ylaws</u>

The power to adopt, alter, amend or repeal bylaws will be vested in the Corporation's Board of Directors.

XIII. Indemnification

The Corporation will indemnify any director or officer or any former director or officer, to the fullest extent permitted by law.

XIV. Amendment

These Articles of Incorporation may be amended in the manner provided by law.

IN WITHESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on July 1, 1995.

Andrew M. Tsongranis Incorporator

al) any

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the above-stated Corporation, at the place designated in these Articles of Incorporation, I 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.

Dated: July 1, 1995

Andrew M. Tsongranis

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r and or Director Oracia France Office	Address of Lach of and or Director post Office Box Numbers) TARPON SPRINGS FL 34889
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	- Japan Agent
	9. Name and Address of New Registered Agent
of Current Registered Agent	Name Street Address (* O Box Number is Not Acceptable)
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