

995000052047

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 \$ \_\_\_\_\_

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JUL -6 AM 11:09

W95-135-42

AB 7/5/95

REQUEST TAKEN CONFIRMED APPROVED  
DATE \_\_\_\_\_  
TIME \_\_\_\_\_ CK No. \_\_\_\_\_  
BY PH \_\_\_\_\_

WALK-IN Will Pick Up 7:5 12pm

RE: South Beach Trading  
Company, Inc

C.C. FEE. DISBURSED

Capital Express\*\*  
☒ Art. of Inc. File  
Corp. Record Search 000001530078  
Ltd. Partnership File 07/05/95--01051--013  
Foreign Corp. File \*\*\*\*\*70.00 \*\*\*\*\*70.00  
☒ ( ) Cert. Copy(s) \_\_\_\_\_  
Photo  
Art. of Amend. File  
Dissolution/Withdrawal  
C U S-  
Fictitious Name File  
Name Reservation  
Annual Report/Reinstatement  
Reg. Agent Service  
Document Filing  
Corporate Kit  
Vehicle Search  
Driving Record  
Document Retrieval  
UCC 1 or 3 File  
UCC 11 Search  
UCC 11 Retrieval  
File No.'s, \_\_\_\_\_ Copies  
Courier Service  
Shipping/Handling  
Phone ( ) \_\_\_\_\_  
Top Priority  
Express Mail Prop. \_\_\_\_\_  
FAX ( ) \_\_\_\_\_ pgs

SUBTOTALS	
FEE.....	\$ 95
DISBURSED.....	\$ 5
SURCHARGE.....	\$ 5
TAX on corporate supplies.....	\$ 12.50
SUBTOTAL.....	\$ 117.50
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



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

July 5, 1995

CAPITAL CONNECTION  
P.O. BOX 10349  
TALLAHASSEE, FL 32302

SUBJECT: SOUTH BEACH TRADING COMPANY, INC.  
Ref. Number: W95000013542

We have received your document for SOUTH BEACH TRADING COMPANY, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6928.

Agnes Bundick  
Corporate Specialist

Letter Number: 395A00032578

*Corrected*

ARTICLES OF INCORPORATION  
OF  
SOUTH BEACH TRADING COMPANY, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JUL -6 AM 11:09

THE UNDERSIGNED, hereby makes, subscribes, acknowledges and files these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

NAME: The name of this corporation is SOUTH BEACH TRADING COMPANY, INC. 350 Lincoln Rd.  
Suite 407  
Miami Beach, FL 33139

ARTICLE II

DURATION: This corporation shall have perpetual existence which shall commence at the date of the filing of these Articles with the Secretary of State.

ARTICLE III

PURPOSES: The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

AUTHORIZED SHARES: The capital stock of this Corporation shall be 7500 Shares of Common Stock of One Dollar (\$1.00) par value each, all or part of said stock to be issued from time to time as may be determined by the Board of Directors. There shall be no preemptive right granted to the stockholders with respect to the shares of the corporation. On dissolution or liquidation of the corporation, holders of the stock shall be entitled to distribution ratably as their holdings may appear upon the stock record of the corporation.

#### ARTICLE V

REGISTERED AGENT AND OFFICE: The initial registered agent of this corporation and his address is as follows: Joff Price, 1424 Ocean Drive, Suite 103, Miami Beach, Florida 33139.

#### ARTICLE VI

##### BOARD OF DIRECTORS:

1. The number of Directors of this corporation shall not be less than one (1) nor more than seven (7). The By-Laws may provide for the increase or decrease in the number thereof, provided that the number of Directors, from time to time, shall never be less than one (1).

2. The corporation shall initially have one (1) Directors. The name and address of the initial Directors are as follows:

NAME	ADDRESS
Jeff Price	350 Linclon Road, Suite 407 Miami Beach, Florida 33139

#### ARTICLE VII

INCORPORATOR: The name and address of the Incorporator of these Articles of Incorporation is as follows: Jeff Price, 1424 Ocean Drive, Suite 103, Miami Beach, Florida 33139.

#### ARTICLE VIII

ADDITIONAL PROVISIONS: The following additional provisions for the regulation of the business and for the conduct of the affairs of the corporation and creating, dividing, limiting, and regulating the powers of the corporation, its stockholders, and Directors are hereby adopted as a part of these Articles of Incorporation:

1. The Board of Directors from time to time shall determine

whether and to what extent, and at what times and places, and under what conditions and regulations, the accounts and books of the corporation, or any of them, shall be opened to the inspection of the stockholders, and no stockholder shall have the right to inspect any account or document of the corporation except as conferred by a statute or authorized by the Board of Directors or by resolution of the stockholders.

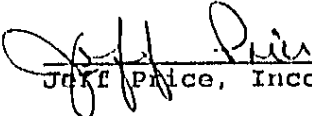
2. No person shall be required to own, hold, or control stock in the corporation as a condition precedent to holding an office in the corporation.

3. Except as otherwise provided by law, the Directors may prescribe a method or methods for replacement of lost certificates, and may prescribe reasonable conditions by way of security upon the issuance of new certificates therefor.

4. This corporation shall indemnify any officer or Director, and any former officer or Director to the full extent provided by law. This corporation may provide such indemnification, or a portion thereof, through the purchase of insurance.

5. The power to adopt, alter, and repeal By-Laws shall be in the Board of Directors of the corporation or in the stockholders; By-Laws adopted by the Board of Directors may be altered or repealed by the stockholders and vice versa, except that the stockholders may prescribe in any By-Law made by them that such By-Law shall not be altered, amended, or repealed by the Board of Directors.

IN WITNESS WHEREOF, the undersigned, has made and subscribed these Articles of Incorporation at Miami, Dade County, Florida, for the uses and purposes aforesaid this 3rd day of July, 1995.

  
Jeff Price, Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.

In pursuance of Chapter 607, Florida Statutes, the following  
is submitted in compliance with said Act: SOUTH BEACH TRADING  
COMPANY, INC. desiring to organize under the laws of the State of  
Florida with its principal office, as indicated in the Articles of  
Incorporation at the City of Miami, County of Dade, State of  
Florida has named Jeff Price, located at 1424 Ocean Drive, Suite  
103, Miami Beach, Florida 33139 as its agent to accept service of  
process within this state.

ACKNOWLEDGEMENT: Having been named to accept service of  
process for the above stated corporation, at the place designated  
in this certificate, I hereby accept to act in this capacity and I  
agree to comply with the provisions of said Act relative to keeping  
open said office and I accept the obligations of Chapter 607.325 of  
the Florida Statutes.

By: \_\_\_\_\_

Jeff Price  
Registered Agent

FILED  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
95 JUL -6 AM 11:09