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**9500059475**

ACCOUNT NO. : 072100000032

REFERENCE : 651853 81034A

AUTHORIZATION :

*Patricia Pickett*

COST LIMIT : \$ 122.50

ORDER DATE : August 1, 1995

ORDER TIME : 10:00 AM

ORDER NO. : 651853

CUSTOMER NO: 81034A

CUSTOMER: Michael W. Mead, Esq  
MICHAEL WM. MEAD, ESQ

P. O. Drawer 1329

Ft. Walton, FL 32549

DOMESTIC FILING

NAME: PICKET FENCE ANTIQUES & GIFTS,  
INC.

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Prezeau

EXAMINER'S INITIALS:

T. BROWN

AUG - 2 1995

FILED  
95 AUG - 1 AM 9:49  
TAMPA, FLORIDA

FILED  
95 AUG -1 PM 9 49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
PICKET FENCE ANTIQUES & GIFTS, INC.

The undersigned subscribers to these Articles of Incorporation, being natural persons, competent to contract, do hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I.  
Name

The name of this corporation is:  
PICKET FENCE ANTIQUES & GIFTS, INC.

ARTICLE II.  
Nature of Business

The general nature of the business or businesses to be transacted by this corporation is the following: To do any and all acts authorized by the general laws of the State of Florida regardless of said principal purpose.

ARTICLE III.  
Term of Existence

The term of existence of the corporation shall be perpetual.

ARTICLE IV.  
Capital Stock

The maximum number of shares that this corporation is authorized to have outstanding at any one time is ONE THOUSAND (1,000) SHARES having a nominal or par value of \$1.00 per share.

ARTICLE V.  
Address

The principal place of business of this corporation shall be 56 Indigo Loop South, Destin, Florida 32541, however, the

business shall also be conducted at such other places, such other counties, and such other towns or cities within the State of Florida as may from time to time be authorized and directed by the shareholders.

ARTICLE VI.  
Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved at a stockholder's meeting by the majority of the stockholders entitled to vote thereon.

ARTICLE VII.  
Management of Corporation Affairs

The business of this corporation shall be managed by its stockholders rather than by a Board of Directors. In the management of the business of the corporation, the act of the stockholders representing a majority of the outstanding shares of the corporation entitled to vote, represented in person or proxy, shall be the act of the stockholders. Each stockholder shall be entitled to one (1) vote in person or by proxy for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, present in person or by proxy, shall constitute a quorum at any meeting of the stockholders for the management of the business of the corporation.

ARTICLE VIII.  
Officers

The names and addresses of the President, Secretary, and Treasurer are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Regina Meyer LoBello	56 Indigo Loop South Destin, Florida 32541	President Secretary Treasurer

ARTICLE IX.  
Subscribers

The names and addresses of the subscribers of these Articles of Incorporation and the number of shares they agree to take are as follows:

<u>Name</u>	<u>Address</u>	<u>Shares</u>
Regina Meyer LoBello	56 Indigo Loop South Destin, Florida 32541	500

ARTICLE X.  
Registered Agent

The Registered Agent of the corporation shall be REGINA MEYER LOBELLO, and the street address of the office, place of business or location for the service of process within this State shall be 56 Indigo Loop South, Destin, Okaloosa County, Florida 32541.

IN WITNESS WHEREOF, the undersigned has hereunto executed these presents this 31st day of July, 1995.

Regina Meyer LoBello  
REGINA MEYER LOBELLO

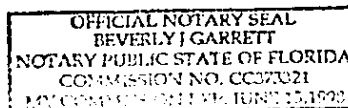
STATE OF FLORIDA  
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 31st day of July, 1995, by REGINA MEYER LOBELLO

or X who is personally known to me,

\_\_\_\_\_ who has produced \_\_\_\_\_  
as identification.

Beverly J. Garrett  
Notary Public Beverly J. Garrett  
My Commission Expires:



FILED  
95 AUG -1 AM 9:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
DEPARTMENT OF STATE

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 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST: PICKET FENCE ANTIQUES & GIFTS, INC. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 56 Indigo Loop South, Destin, Florida 32541, has named REGINA MEYER LOBELLO, 56 Indigo Loop South, Destin, Florida 32541, located at Okaloosa County, Florida as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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

  
REGINA MEYER LOBELLO

WS\PicketFence.RA  
MRM/hjg