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— 8715-S Charter Club Ln
— Ft Myers, FL 33919

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OFFICE USE ONLY

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FLORIDA SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. _____
(Corporation Name) _____ (Document #) _____
2. _____
(Corporation Name) _____ (Document #) _____
3. _____
(Corporation Name) _____ (Document #) _____
4. _____
(Corporation Name) _____ (Document #) _____

Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
Profit	
NonProfit	
Limited Liability	
Domestication	
Other	

AMENDMENTS	
Amendment	
Resignation of R.A., Officer/Director	
Change of Registered Agent	
Dissolution/Withdrawal	
Merger	

OTHER FILINGS	
Annual Report	
Fictitious Name	
Name Reservation	

REGISTRATION/ QUALIFICATION	
Foreign	
Limited Partnership	
Reinstatement	
Trademark	
Other	

P. CHESSER JAN 12 1995

Examiner's Initials _____

ARTICLES OF INCORPORATION
OF
NATIVE SUN OUTFITTERS, INC.

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I.

The name of the Corporation shall be:

Native Sun Outfitters, Inc.

The principal place of business of this corporation shall be:

13300-56 S. Cleveland Ave., Suite 315
Fort Myers, Florida 33907

ARTICLES II.

The term of existence of the corporation is perpetual.

ARTICLE III.

The purpose of this corporation is to carry on any business, occupation, undertaking or enterprise and to exercise any power of authority which may be done by a private corporation organized and existing under and by virtue of Florida General Corporation Act.

ARTICLE IV.

This corporation is authorized to issue one thousand shares of ONE DOLLAR (\$1.00) par value common stock, all of which shall be fully paid and non-assessable.

ARTICLE V.

The street address of the initial registered office of this corporation is:

13300-56 S. Cleveland Ave., Suite 315
Fort Myers, Florida 33907

and the name of the initial registered agent of this corporation at that address is Debbie Isley.

REC'D
FLORIDA
CORPORATION
COMMISSIONER
OF
THE
STATE
OF
FLORIDA
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ARTICLE VI.

The business of this corporation shall be conducted by a board of directors which shall consist of one or more members, the exact number of said board of directors to be fixed from time to time by the bylaws of this corporation.

ARTICLE VII.

Each Shareholder shall have a preemptive right to purchase any treasury or unissued stock of this corporation pursuant to terms and conditions set by the Board of Directors.

ARTICLE VIII.

The name and post office address of the initial Board of Directors and officers who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified are as follows:

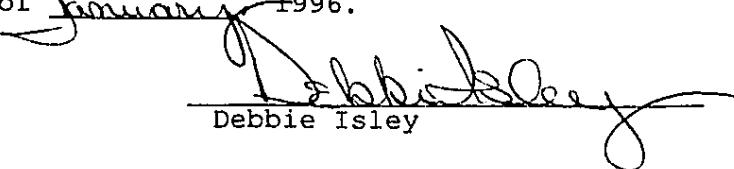
DIRECTORS	ADDRESS
Debbie Isley	13300-56 S. Cleveland Ave., #315 Ft. Myers, FL 33907
Thomas Flynn	13300-56 S. Cleveland Ave., #315 Ft. Myers, FL 33907

OFFICERS	TITLE	ADDRESS
Debbie Isley	President	13300-56 S. Cleveland Ave., #315 Ft. Myers, FL 33907
Thomas Flynn	V-President	13300-56 S. Cleveland Ave., #315 Ft. Myers, FL 33907

ARTICLE IX.

The names and address of the incorporators are as follows: **Debbie Isley**

IN WITNESS WHEREOF, I, the undersigned, have made, subscribed and acknowledged these Article of Incorporation, this 8th day of January 1996.



Debbie Isley

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

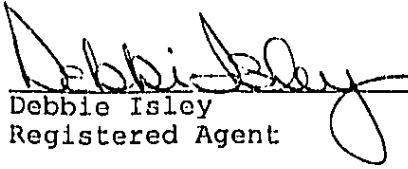
Pursuant to Florida General Corporation Act, the
following is submitted in compliance therewith:

THAT, **NATIVE SUN OUTFITTERS, INC.**, desiring to organize
under the laws of the State of Florida, with its principal
office as indicated the Articles of Incorporation has named
as its agent to accept service of process within this state:

Debbie Isley

ACCEPTANCE

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


Debbie Isley
Registered Agent

96 JAN 10 AM 9: 11
SHERIFF OF STATE
TALLAHASSEE, FLORIDA

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13300-56 S. Cleveland Avenue, Suite 315 • Fort Myers, Florida 33907
Phone 941-432-1769 • Fax 941-432-1549
E-mail address: natvsun@aol.com

P96.000003975

September 23, 1996

State of Florida
Division of Corporation
P. O. Box 6327
Tallahassee, FL 32314

RE: Articles of Amendment to
Native Sun Outfitters, Inc.
Corporation # P96000003975

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Division of Corporation:

Enclosed is the Articles of Amendment for the above-referenced corporation.

Please date stamp and return copy of receipt in the enclosed self-address, stamped envelope.

Sincerely,

Debbie Isley

Amend

TU SEP 26 1996

95 SEP 25 PM 3:18

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
NATIVE SUN OUTFITTERS, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment adopted

ARTICLE VIII.

The name and post office address of the Board of Directors and officers who shall hold office for the remainder of the first year of existence of the corporation or until their successors are elected or appointed and have qualified are as follows:

DIRECTORS **ADDRESS**

Debbie Isley 8715-5 Charter Club Circle
Ft. Myers, FL 33919

Debbie Isley President, V-President 8715-5 Charter Club Circle
Secretary, Treasurer Ft. Myers, FL 33919

SECOND: The date of each amendment adoptions: August 1, 1996

THIRD: The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 23rd day of September, 1996.

Debbie Isley, President
Native Sun Outfitters, Inc.