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WARREN N. McMILLEN, JR.
Certified Public Accountant
Professional Association
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225 S. Swoope Avenue
Suite 105
Maitland, Florida 32751-5786

Reply To:
P.O. Box 940609
Maitland, Florida 32794-0609

EFFECTIVE DATE
1/23/96

January 23, 1996

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

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-01/25/96---01040---002
***122.50 ***122.50

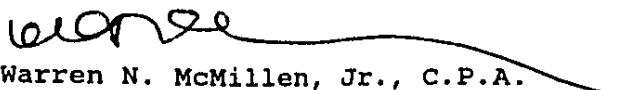
Re: Corporate Charter
Sand & Surf Distributing, Inc.

Gentlemen:

I have enclosed two copies of the Articles of Incorporation for Sand & Surf Distributing, Inc. Also enclosed is a check for \$122.50 in payment of filing fees, \$35.00; certified copy, \$52.50 and registered agent designation, \$35.00.

If you have any questions, please contact me.

Very truly yours,


Warren N. McMillen, Jr., C.P.A.

FILED
96 JUN 25 AM 11:16
FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

SAB
1/24/96

EFFECTIVE DATE
1-23-46

ARTICLES OF INCORPORATION
OF
SAND & SURF DISTRIBUTING, INC.

FILED

86 JUN 25 1946

ARTICLE I - NAME OF CORPORATION

The name of this corporation is SAND & SURF
DISTRIBUTING, INC.

ARTICLE II - PURPOSES

This corporation is organized for the purposes of
transacting any or all lawfull business.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 5,000 shares of
One Dollar (\$1.00) par value common stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of
this corporation is 541 Lake Como Circle, Orlando, Florida
32803 and the name and address of the initial Registered
Agent of the corporation is Samuel R. Craig, 541 Lake Como
Circle, Orlando, Florida 32803.

ARTICLE V

This corporation shall exist perpetually unless sooner
dissolved according to law, and said corporation's existence
shall commence on the date of subscription and acknowledge-
ment of these Articles of Incorporation.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one Director initially. The
number of Directors may be either increased or diminished
from time to time by the By-Laws, but shall never be less
than one.

The name and address of the initial Director of this corporation is:

Samuel R. Craig
541 Lake Como Circle
Orlando, Florida 32803

ARTICLE VII - INCORPORATOR

The name and address of the person signing these ARTICLES OF INCORPORATION IS:

Samuel R. Craig
541 Lake Como Circle
Orlando, Florida 32803

IN WITNESS WHEREOF, the undersigned subscriber has executed these ARTICLES OF INCORPORATION this 23rd day of January, 1996.

Samuel R. Craig
SAMUEL R. CRAIG

STATE OF FLORIDA

County of Orange

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared SAMUEL R. CRAIG, known to me and known by me to be the personal who executed the foregoing ARTICLES OF INCORPORATION, and he acknowledged before me that he executed those ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 23rd day of January, 1996.

Karen H. McMullen
NOTARY PUBLIC

MY COMMISSION EXPIRES:


KAREN H. McMILLEN
Notary Public, State of Florida
My comm. expires Oct. 23, 1997
No. CC 311085

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

FIRST: That SAND & SURF DISTRIBUTING, INC., desiring to organize under the Laws of the State of Florida, with its principal offices located at 541 Lake Como Circle, Orlando, Florida 32803, has named SAMUEL R. CRAIG, whose address is 541 Lake Como Circle, Orlando, Florida 32803, as its agent to accept service of process within this State.

SECOND: Having been named to accept service of process for the above state corporation, at the 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.



SAMUEL R. CRAIG

FILED
96 JUN 25 10 16
CLERK OF DISTRICT COURT
JULY 1996