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DAVID M. ANDREWS
ATTORNEY AT LAW

100 SOUTH PARK BLVD. • SUITE 101
P.O. BOX 5858
ST. AUGUSTINE, FL 32085

TELEPHONE (904) 820-1017

FAX (904) 820-1000

February 29, 1996

Corporate Records Bureau
Division of Corporations
Department of State
409 E. Gaines Street
P. O. Box 6327
Tallahassee, Florida 32301

Re: BONGO BAY, INC.

Dear Sirs:

800001731868
-03/05/96--01009--002
****122.50 ****122.50

Enclosed herewith are proposed Articles of Incorporation in reference to the captioned corporation. Also enclosed is a check in the amount of \$122.50 to cover the following:

Filing Fee	\$ 35.00
Certified Copy of Charter	\$ 52.50
Resident Agent Fee	<u>\$ 35.00</u>
	\$ 122.50

If the Articles of Incorporation meet with your approval, we will appreciate your executing and sending to the undersigned a Certificate of Incorporation.

Respectfully yours,

David M. Andrews

DMA:dds
Enclosures

ARTICLES OF INCORPORATION
OF
BONGO DAY, INC.

THE UNDERSIGNED, JAMES ELLIS hereby executes this document for the purposes of becoming incorporated under the laws of the State of Florida, and forming a corporation under the following proposed Certificate of Incorporation:

ARTICLE I

The name of this Corporation is BONGO DAY, INC.

ARTICLE II

The general nature of the business to be transacted by the Corporation is as follows:

The Corporation may engage in any activity or business permitted by the Laws of the United States and of this State.

ARTICLE III

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any time is 5,000 shares of common stock of the same class and at ten cents (10¢) par value.

ARTICLE IV

Every shareholder, upon the sale for cash of any stock of this Corporation of the same class as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V

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

ARTICLE VI

The Corporation is to have perpetual existence.

ARTICLE VII

The registered address and the principal office address of the Corporation in this State are: #1 King Street, St. Augustine, Fl 32084 and the name of the initial registered agent of this Corporation at the registered address is: JAMES ELLIS.

ARTICLE VIII

The number of Directors of this Corporation shall not be less than ONE or more than THREE.

ARTICLE IX

The name and post office address of the members of the first Board of Directors of the Corporation are:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
JAMES ELLIS	President/Treasurer	200 16th Street, Unit B St. Augustine, Fl 32084
DONNA ELLIS	Vic President/Secretary	200 16th Street, Unit B St. Augustine, Fl 32084

ARTICLE X

The name and post office address of the subscriber to the Articles of Incorporation are:

<u>NAME OF SUBSCRIBER</u>	<u>ADDRESS</u>
JAMES ELLIS	200 16th Street, Unit 206B St. Augustine, Fl 32084

ARTICLE XI

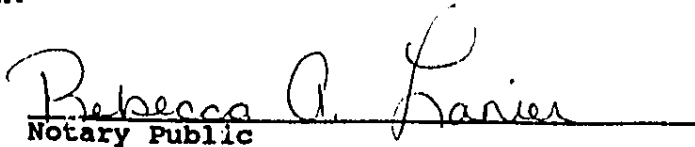
The power to adopt, amend, alter or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

IN WITNESS WHEREOF, the subscriber has hereunto set his hand and seal this 1st day of March, 1996.


JAMES ELLIS

STATE OF FLORIDA
COUNTY OF ST. JOHNS

THE FOREGOING INSTRUMENT was acknowledged before me this 1st day of March, 1996, by JAMES ELLIS, who is personally known to me or who produced N/A as identification, and who did/did not take an oath.


Notary Public

(SEAL)

REBECCA A. LANIER

Printed Name of Notary: _____
Commission Expires: _____



REBECCA A. LANIER
My Commission CC391988
Expires Jul. 12, 1996
Bonded by HAI
800-422-1585

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST -- THAT BONGO BAY, INC. DESIRING TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF
BUSINESS IN THE CITY OF ST. AUGUSTINE, COUNTY OF ST. JOHNS, STATE OF
FLORIDA, HAS NAMED JAMES ELLIS, LOCATED AT #1 KING STREET, ST.
AUGUSTINE, COUNTY OF ST. JOHNS, STATE OF FLORIDA, AS ITS AGENT TO
ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

BONGO BAY, INC.

Signature:

James Ellis
(Corporate Officer)

Title:

President

Date:

March 1, 1996

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-
STATED CORPORATION. AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY 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.

Signature:

James Ellis
Resident Agent - JAMES ELLIS

Date:

March 1, 1996