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LAW OFFICES OF
NORMAN ELLIOTT KENT, P.A.
Attorney at Law

Suite 310
800 E. Broward Boulevard
Fort Lauderdale, Florida 33301
Telephone: (954) 783-1900
FAX: (954) 783-4782

March 25, 1996

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32301

Re: No Blow Beach Towels of Florida, Inc.

600001761436
-03/28/96--01084--003
***122.50 ***122.50

Dear Sir:

Enclosed herewith please find an original and a copy of Articles of Incorporation for No Blow Beach Towels of Florida, Inc., along with our check in the amount of \$122.50 for your fee.

Thank you for your kind attention in this matter.

Sincerely yours,


NORMAN ELLIOTT KENT, P.A.

NEK:pb
Enclosure

TR Noche
Same!

4/3/96
RB

FILED
MAR 28 PM 1:08
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
NO BLOW BEACH TOWELS OF FLORIDA, INC.**

FILED
96 MAR 28 PM 1:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is: NO BLOW BEACH TOWELS OF FLORIDA, INC.

ARTICLE II - PURPOSE OF CORPORATION

This corporation is organized for the purpose of engaging in or transacting any or all lawful business.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 500 shares of One (\$1.00) Dollar par value common stock.

ARTICLE IV - PREEMPTIVE RIGHTS

NONE.

ARTICLE V - CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation will begin business shall not be less than Five Hundred (\$500.00) Dollars.

ARTICLE VI - TERM OF EXISTENCE

The corporation shall exist perpetually.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: **800 E. Broward Boulevard, Suite 310, Fort Lauderdale, Florida 33301**, and the name of the initial registered agent at that address: **NORMAN ELLIOTT KENT, ESQ.**

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The 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 directors of this corporation are:

JEFF L. BROWN
2108 N. E. 64th Street
Fort Lauderdale, Florida 33308

ROBERT BURKE, JR.
4525 Poinelana Road
Lauderdale-By-The-Sea, Fl. 33308

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles is:

JEFF L. BROWN
2108 N. E. 64th Street
Fort Lauderdale, Florida 33308

ARTICLE X - INDEMNIFICATION

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 25 day of March, 1996.

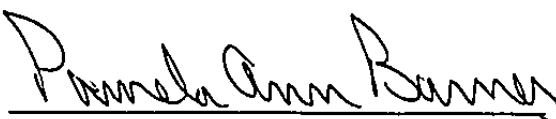

JEFF L. BROWN

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 25 day of March, 1996, by JEFF L. BROWN, who is personally known to me, or ~~who has produced~~ as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 25 day of March, 1996.



My Commission Expires:

Notary Public, State of 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 and Names and Addresses of the Officers and
Directors.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes: **NO BLOW
BEACH TOWELS OF FLORIDA, INC.**, a corporation organized (or organizing) under the
laws of the State of Florida with its principal office at **2108 N. E. 64th Street, in the City of Fort
Lauderdale**, County of Broward, State of Florida, has named **NORMAN ELLIOTT KENT,
ESQ.**, located at **800 E. Broward Boulevard, Suite 310**, in the **City of Fort Lauderdale**,
County of Broward, State of Florida, as its agent to accept service of process within this State.

OFFICERS:

NAME/TITLE

SPECIFIC ADDRESS

JEFF L. BROWN
President, Treasurer

2108 N. E. 64th Street
Fort Lauderdale, Florida 33308

ROBERT BURKE, JR.
Vice-President, Secretary

4525 Poinciana Road
Lauderdale-By-The-Sea, Fl. 33308

DIRECTORS:

SPECIFIC ADDRESS

JEFF L. BROWN

2108 N. E. 64th Street
Fort Lauderdale, Florida 33308

ROBERT BURKE, JR.

4525 Poinciana Road
Lauderdale-By-The-Sea, Fl. 33308

BY:


JEFF L. BROWN

ACCEPTANCE

I agree as Registered Agent to accept Service of Process; to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.



NORMAN ELLIOTT KENT
Registered Agent

FILED
96 MAR 28 PM 1:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA