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June 27, 1996

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-07/03/96--01026--018
****122.50 ****122.50

Bureau of Corporate Records
Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314

Re: TOTALLY BOARD, INC.

Gentlemen:

Enclosed please find the original and one (1) copy of Articles of Incorporation of TOTALLY BOARD, INC. Also enclosed is our check payable to your order in the amount of \$122.50 for the various fees. Please send a certified copy of the Articles to the above address.

Thank you for your assistance in this matter.

Very truly yours,

Katherine M. Cobb
KATHERINE M. COBB

KMC/rr

Enclosures

W 96-11169

6/16/96
FILED
96 JUL 16 AM 8:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

July 3, 1988

L WAYNE MOORE
1990 WEST NEW HAVEN AVENUE
STE 203
MELBOURNE, FL 32904

SUBJECT: TOTALLY BOARD, INC.
Ref. Number: W96000014069

We have received your document for TOTALLY BOARD, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The registered agent must sign accepting the designation.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 296A00032875

ARTICLES OF INCORPORATION

OF

TOTALLY BOARD, INC.

FILED
JUL 16 AM 8:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is Totally Board, Inc.

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing upon the filing of these Articles of Incorporation by the Department of State.

ARTICLE III - PURPOSE

The nature of the business or purposes to be conducted or promoted are: To manufacture, design, construct, own, use, buy, sell, lease, hire and deal in and with articles and property of all kinds and to render services of all kinds, and to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of \$1.00 par value common stock.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors, and for all other purposes, shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI - PREEMPTIVE RIGHTS

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

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 539 Karney Avenue, N.W., Palm Bay, Florida 32907, and the name of the initial registered agent of this corporation at that address is L. Wayne Moore.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) 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 (1). The name Totally Board and address 539 Karney Avenue, NE, Palm Bay, FL 32907, of the initial director L. Wayne Moore of this corporation is:

NAME

L. Wayne Moore

ADDRESS

539 Karney Ave., NE
Palm Bay, FL 32907

ARTICLE IX - INCORPORATORS

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

NAME

L. Wayne Moore

ADDRESS

539 Karney Ave., NE
Palm Bay, FL 32907

ARTICLE X - BY-LAWS

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

ARTICLE XI

APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XII - COMPENSATION OF DIRECTORS

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

ARTICLE XIII - INDEMNIFICATION

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

ARTICLE XIV - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XV - PRINCIPAL OFFICE

The principal office address and mailing address of this corporation shall be: 539 Karney Ave., NE, Palm Bay, FL 32907

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 10 day of June 1996.

L. Wayne Moore
L. Wayne Moore, INCORPORATOR

STATE OF FLORIDA :

COUNTY OF BREVARD :

Before me, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared L. Wayne Moore, who is personally known to me (or who has produced _____ as identification and who did (did not) take an oath) and known by me to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed these Articles of Incorporation.

In Witness whereof, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 10 day of June, 1996.

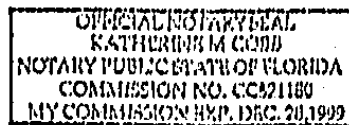
My Commission Expires:

Katherine M Cobb
NOTARY PUBLIC

State of Florida at Large

Katherine M. Cobb
Printed Name

Commission No. _____



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

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

FIRST that TOTALLY BOARD, INC. desiring to organize under the
laws of the State of Florida, with its principal office as
indicated by the Articles of Incorporation in the City of Palm Bay,
County of Brevard, State of Florida, has named L. Wayne Moore,
located at 539 Karney Ave. NW, Palm Bay, Fl. 32907, 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 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.

L. Wayne Moore (S)
L. Wayne Moore