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96 JUL 17 PM 2:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TELEPHONE 904-498-1111
FAX 904-498-1111
*****1.22.50 *****1.22.50

Requestor's Name
3305 Hwy 98 South
Address
LAKELAND, FL 33801
City/State/Zip Phone #

Office Use Only

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

1. LILY PAD WATERWAYS, INC. 7-15-96
(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	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

PH 7/18/96

ARTICLES OF INCORPORATION
OF
LILY PAD WATERBEDS, INC.

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SEC. OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME AND ADDRESS

The name of this corporation is Lily Pad Waterbeds, Inc. The physical and mailing address of the corporation is 3305 Highway 98 South, Lakeland, Florida 33803.

ARTICLE II - COMMENCEMENT OF CORPORATION

This corporation shall commence its corporate existence on July 15, 1996.

ARTICLE III - DURATION

This corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

This profit corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$1.00 par value common stock.

ARTICLE VI - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is : 3305 Highway 98 South, Lakeland, Florida 33803, and the name of the initial registered agent of this corporation at that address is: Guy Thomas Fancher.

ARTICLE VII - PRE-EMPTIVE RIGHTS

Pre-emptive rights are granted to all shareholders.

ARTICLE VIII - 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, and their manner of selection or election shall likewise be governed by the By-Laws. The name and address of the initial director of this corporation is:

Guy Thomas Fancher

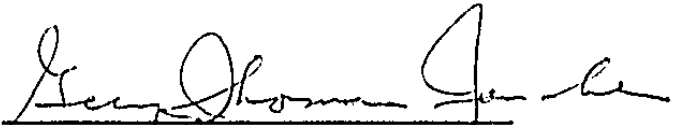
3305 Highway 98 South
Lakeland, Florida 33803

ARTICLE IX - INCORPORATORS

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

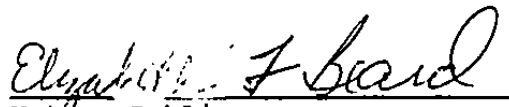
Guy Thomas Fancher
3305 Highway 98 South
Lakeland, Florida 33803

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 15 day of July, 1996.


Guy Thomas Fancher

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 15 day of July, 1996, by Guy Thomas Fancher, who is personally known to me or provided a Florida Drivers License, and who took and oath and affixed his signature as incorporator of Lily Pad Waterbeds, Inc.


Notary Public
Commission No. CC 413895
Commission Exp. Oct. 17, 1998

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: _____

Lily Pad Waterbeds, Inc.

2. The name and address of the registered agent and office is:

Guy Thomas Fancher

(Name)

3305 Highway 98 South

(P.O. Box NOT acceptable)

Lakeland, Florida 33803

(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

SIGNATURE _____

Guy Thomas Fancher

DATE _____

7/15/96