



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

July 29, 1996

L. LISA BATTS, P.A.
55 EAST OSCEOLA STREET
SUITE 100
STUART, FL 34994

SUBJECT: ANYTHING UNDER THE SUN; THE NATURE ENCOUNTER, INC.
Ref. Number: W96000015806

We have received your document for ANYTHING UNDER THE SUN; THE NATURE ENCOUNTER, 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 document must include original signatures.

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) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 996A00036299

BRENDA 8/5/96

Enclosed please find

1) original

1) copy

CMDE

RECEIVED JUL 31 1996

ARTICLES OF INCORPORATION
OF
ANYTHING UNDER THE SUN; THE NATURE ENCOUNTER, INC.

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ARTICLE I

The name of this Corporation shall be ANYTHING UNDER THE SUN; THE NATURE ENCOUNTER, INC.

ARTICLE II

This Corporation shall exist in perpetuity.

ARTICLE III

The purpose for which the Corporation is organized is for the transaction of any and all lawful business for which Corporations may be incorporated under the Florida Corporation Act.

ARTICLE IV

The initial street address of the principal office of this Corporation in the State of Florida is: 7705 S.W. Martin Highway, Palm City, Florida 34990.

ARTICLE V

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of Ten Dollars and No Cents (\$10.00) per share.

ARTICLE VI

The name of the registered agent is Steven D. Schmidt and the street address of the initial registered agent is 7705 S.W. Martin Highway, Palm City, Florida 34990.

The Registered Agent hereby affirms that he is familiar with and accepts the duties and responsibilities of Registered Agent for said Corporation.

ARTICLE VII

This Corporation shall have one director initially. The number of directors may be increased or decreased from time to time as set out in the By-Laws of the Corporation, but shall never be less than one director nor more than five. The names and addresses of the directors are:

Steven D. Schmidt
7705 S.W. Martin Highway
Palm City, Florida 34990

ARTICLE VIII

The name and address of the subscriber of these Articles of Incorporation is Steven D. Schmidt.

ARTICLE IX

The business location and address of the Corporation is 7705 S.W. Martin Highway, Palm City, Florida 34990.

ARTICLE X

These Articles of Incorporation may be amended in the manner prescribed by law. Every amendment shall be approved by the Board of Directors, proposed to them by the Stockholders and

approved at a Stockholders's meeting by a majority of the stock entitled to vote thereon, or by one of the Board of Directors and approved by such Board of Directors by a majority thereof, unless all of the Directors and Stockholders sign a written statement and agreement manifesting their intention that a signed statement shall signify their approval of an Amendment to those Articles of Incorporation be made.

ARTICLE XI

Upon the sale of any unissued or treasury stock of the corporation, each stockholder shall have the preemptive right to purchase his or her pro-rata share thereof at the price at which it is offered to others. This preemptive right is limited to the extent that no fractional shares shall be sold or issued.

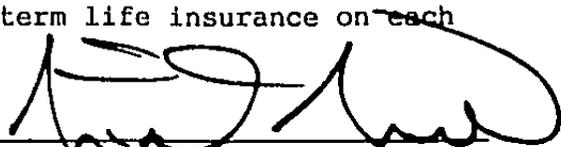
ARTICLE XII

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

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ARTICLE XIII

The Corporation shall purchase term life insurance on each Stockholder of the Corporation.


Steven D. Schmidt, Registered Agent and Subscriber

STATE OF FLORIDA
COUNTY OF MARTIN

I HEREBY CERTIFY THAT Steven D. Schmidt appeared before me and is personally known to me to be the same person whose name is signed to the foregoing instrument, or, who has produced Dr. [Signature] as identification, and who, under oath, acknowledged that he signed the instrument as his free and voluntary act for the uses and purposes therein set forth.

GIVEN under my hand and official seal this 5 day of August, 1984

(Seal)

[Signature]
NOTARY PUBLIC STATE OF FLORIDA
Print Name CAROL MOE