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P96000066203

Florida Department of State
Division of Corporations
The Capital
P.O. Box 6327
Tallahassee, Florida 32314

RECEIVED 1996 AUG 1 10:15 AM
FIDELITY & SECURITY
***122.50 ***122.50

Re: Anything...Under the Sun; The Nature Encounter

Dear Sir/Madam:

Please find enclosed the original and one copy of the Articles of Incorporation for the above referenced proposed Florida Corporation. Also enclosed is this firms check in the amount of One Hundred Twenty Two Dollars and Fifty Cents (\$122.50) representing the required filing fee.

Please file the enclosed Articles of Incorporation and return the certified copy to the undersigned in the self addressed stamped envelope provided for your convenience.

If you should require any additional information, please do not hesitate to contact me.

Thank you for your assistance in this matter.

Very Truly Yours,

L. LISA BATTS, P.A.
55 E. Osceola Str., Ste. 100
Stuart, Florida 34994

L. Lisa Batts,
Florida Bar No.: 846708

GAVE
AUTHORIZATION BY PHONE TO
CORRECT Art VII
DATE 8-8-96
LOC. EXAM SI

LLB/cm

enclosure
cc: client

WAB-15806
JUL 29 1996 BSB

624

5/8/8



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

BREND A 8/5/96

Enclosed please find

1) original

1) copy

CMOE

RECEIVED JUL 31 1996

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

95 AUG - 8 PM 9:21
RECEIVED
SECRETARY OF STATE
CORPORATIONS

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.

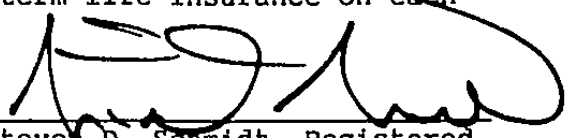
ARTICLE XII

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG - 8 AM 9:22

ARTICLE XIII

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


Steven D. Schmidt, Registered
Agent and Subscriber

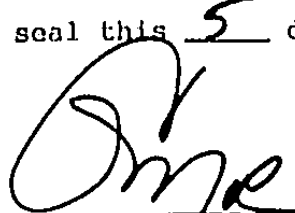
STATE OF FLORIDA

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. lic 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)


NOTARY PUBLIC STATE OF FLORIDA
Print Name CAROL MOE