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WALTER E. AYE

LAW OFFICES OF
WALTER EDWARDS AYE
PROFESSIONAL ASSOCIATION
610 W. AZEELE
TAMPA, FLORIDA 33606

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August 19, 1996

Florida Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee FL 32301

RE: Maler, Sally
At Home With Sandbar, Inc.

000001927150
-08/20/96--01138--013
*****70.00 *****70.00

To Whom It May Concern:

Enclosed herewith are the following:

1. An original and one (1) copy of articles of incorporation for At Home With Sandbar Inc.
2. Check in the amount of \$70.00 for filing and copy return.
3. Stamped return envelope.

Please file the articles.

Please return the copy of the articles, file stamped, in the enclosed envelope.

Thank you.

Sincerely,

Walter Edwards Aye
Professional Association

WEA/kk
Enclosures

By:

Walter E. Aye, Esq.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 AUG 20 PM 1:37

FILED

8.22.96
KR

ARTICLES OF INCORPORATION
OF
AT HOME WITH SANDBAR, INC.

FILED
25 AUG 20 PM 1:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby executes and acknowledges these Articles of Incorporation to form a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I
NAME

The name of this corporation shall be

AT HOME WITH SANDBAR, INC.

The initial principal office of this corporation shall be:

4610 San Miguel
Tampa FL 33629

ARTICLE II
BUSINESS AND PURPOSES

The general purposes for which this corporation is organized is to conduct any and all business activities permitted under the laws of the State of Florida.

ARTICLE III
CAPITAL STOCK

The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 1,000 shares of common stock with a par value of \$1.00 per share.

ARTICLE IV
EXISTENCE OF CORPORATION

This corporation shall have perpetual existence.

ARTICLE V
REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of this corporation shall be located at 610 W. Azeele Street, Tampa, FL 33606 and the initial registered agent of this corporation at such office shall be Walter E. Aye, Esquire.

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05 AUG 20 PM 1:37
TALLAHASSEE, FLA.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one member, such member to hold office until her successors have been duly elected and qualified. The name and address of the initial director is:

Sally Maier
4610 San Miguel
Tampa, FL 33629

ARTICLE VII
INCORPORATOR

The name and street address of the incorporator making these Articles of Incorporation is:
Walter E. Aye, 610 West Azeele St., Tampa, FL 33606.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles for the uses and purposes therein stated.

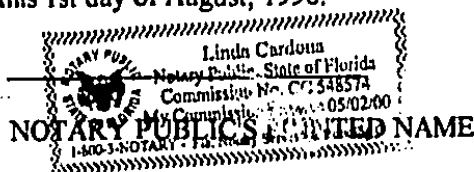

Walter E. Aye

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

THE FOREGOING instrument was acknowledged before me this 29th day of July, 1996, by
Walter E. Aye, who was personally known to me and who did take an oath.

SWORN TO AND SUBSCRIBED before me this 1st day of August, 1996.


NOTARY PUBLIC'S SIGNATURE



ACCEPTANCE OF REGISTERED AGENT

I, WALTER E. AYE, having been named as registered agent to accept service of process for the above-named corporation, at the registered office designated in the Articles of Incorporation, hereby agree and consent to act in that capacity.


Walter E. Aye, Esq.