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9/03/96

FLORIDA DIVISION OF CORPORATIONS
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FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072460003255

CONTACT: RAY BTORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: SOUTHERN INFLATABLES, INC/

AUDIT NUMBER.....H96000012269

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

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H96000012269

ARTICLES OF INCORPORATION

of

✓ Southern INFLATABLES, INC.

(Name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME/ADDRESS

The name of the corporation and address of the corporation is:
(Principal)

✓ Southern INFLATABLES, INC. 9506 So. Red Road
MIAMI, FL 33156

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida Law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 50 Shares (SP) of TEN Dollar(s) (\$ 10.00) par value Common Stock, which shall be designated "Common Shares"

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this corporation is

Name: Douglas Wm. Oesterle
Address: 9506 South Red Road
City: MIAMI State: Florida zip 33156

Douglas W. Oesterle
9506 S. Red Rd.
Miami, FL 33156
(305) 665-7155

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (✓) (1) directors 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 names and addresses of the initial director(s) of the corporation are as follows:

Name: ✓ DOUGLAS W. OESTERLE
Address: ✓ 9506 SOUTH RED ROAD
City: ✓ MIAMI State: ✓ FLORIDA Zip: 33156

Name: _____
Address: _____
City: _____ State: _____ Zip: _____

Name: _____
Address: _____
City: _____ State: _____ Zip: _____

ARTICLE VII - INCORPORATORS

The names and addresses of the person(s) signing these Articles of Incorporation are as follows:

Name: ✓ DOUGLAS W. OESTERLE
Address: ✓ 9506 SOUTH RED ROAD
City: ✓ MIAMI State: ✓ FL. Zip: 33156

Name: _____
Address: _____
City: _____ State: _____ Zip: _____

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 2 day of SEPT. 1996.

✓ Douglas W. Oesterle (Seal)
SIGN _____ (Seal)
SIGN _____

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CERTIFICATE TO ACKNOWLEDGE REGISTERED AGENT

Certificate of Registered Agent

H96000012269

of:

SOUTHERN INFLATABLES, INC.

Pursuant to Florida Statutes, Section 48.091 and 607.034,
the following is submitted: The above Corporation, desiring
to organize under the laws of the State of Florida with its
registered office as indicated in the Articles of Incorporation

at: 9506 SOUTH RED ROAD
MIAMI FLORIDA 33156

has named: Douglas W. OSTERLIE

located at the aforesaid address, as its Registered Agent to
accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above
stated Corporation at this place designated in this certificate
I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open
said office.

Douglas W. Osterlie
Registered Agent

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CLERK OF STATE
TALLAHASSEE, FLORIDA