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October 22, 1996

Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

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-10/25/96--01065--011  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Confused Chameleon, Inc.

Dear Sir:

Enclosed please find two Articles of Incorporation with respect to the formation of the referenced corporation. Please file these, and return a certified copy to me after filing.

Also enclosed is my check in the amount of \$122.50 to cover your filing fee.

Very truly yours,

*Jerrold S. Stern*  
Jerrold S. Stern

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Enc.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 OCT 25 AM 11:36

9/10/29/96

FILED  
CLERK OF DISTRICT COURT  
NINTH JUDICIAL CIRCUIT  
95 OCT 27 AM 11:05

ARTICLES OF INCORPORATION  
OF  
CONFUSED CHAMELEON, INC.

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be Confused Chameleon, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business of this corporation shall be 11528 Andy Rosse Lane, Captiva, FL 33924, and the mailing address shall be P. O. Box 1000, Captiva, FL 33924.

ARTICLE III CAPITAL STOCK

The aggregate number of shares which the corporation shall have authority to issue is FIVE HUNDRED (500) SHARES, consisting of one class only designated as "common stock," with par value of \$1.00 per share.

The Stock of the corporation shall be restricted as to transfer as follows, which restriction shall be imprinted upon the stock certificates issued by the corporation:

No stock of the corporation shall be transferred until such transfer has been proposed in writing to the Board of Directors of the corporation by written proposal filed with them stating the number of shares to be transferred, the price per share, and the name of the transferee. The Board of Directors shall within sixty (60) days after receipt of such proposal either consent to the transfer or furnish a purchaser for the shares at the same price. Failure of the Directors to act upon such a proposal within sixty days after receipt thereof shall be deemed to consent by them to the proposed transfer. No such proposed transfer shall be made until the aforesaid sixty (60) days have expired or the Board of Directors have consented thereto.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name of the initial registered agent is Carmen J. Lombardo, and his address is 1210 Kittiwake Circle, Sanibel, FL 33957, and the designated agent by his signature hereon, does hereby accept the appointment as registered agent pursuant to the provisions of Section 607.034, Florida Statutes.

STATE  
RECORDS  
95000000 000000

#### ARTICLE V INCORPORATORS

The number of the directors constituting the initial Board of Directors of the corporation is two, and thereafter the number of directors shall be such number as is fixed from time to time by the by-laws.

The name and street address of the incorporators to these Articles of Incorporation are Carmen J. Lombardo, 1210 Kittiwake Circle, Sanibel, Florida 33957, and Constantine Stratos, P. O. Box 1000, Captiva, FL 33924.

#### ARTICLE VI PERIOD OF EXISTENCE

The period of its existence is perpetual.

#### ARTICLE VII PURPOSE

The purpose or purposes for which this corporation is organized is to engage in any lawful activities within the purposes for which a corporation may be organized under the Florida Business Corporation Law (Chapter 607 of the Florida Statutes).

The undersigned have executed these Articles of Incorporation this 19th day of September, 1996.

Carmen J. Lombardo  
Carmen J. Lombardo,  
Incorporator and  
Registered Agent

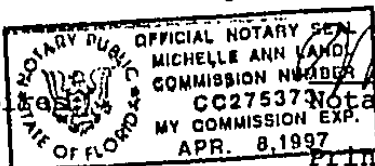
Constantine S. Stratos  
Constantine Stratos.  
Incorporator

STATE OF FLORIDA  
COUNTY OF LEE

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, Carmen J. Lombardo and Constantine Stratos, who are personally known to me or who have produced \_\_\_\_\_ as identification and who \_\_\_\_\_ (did/did not) take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at said County and State this 19th day of September, 1996.

My commission expires



Michelle Ann Vandy  
Printed Name