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TO: DIVISION OF CORPORATIONS
(904) 922-4001

FAX #:

FROM: FLORIDA INCORPORATORS, INC.
075350000473
CONTACT: MARK HANKINS
PHONE: (305) 444-9508
(305) 444-4742

ACCT#:

FAX #:

NAME: SALTY SUN INC.
AUDIT NUMBER.....H96000016629
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0 PAGES..... 3
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ARTICLES OF INCORPORATION

OF

SALTY SUN INC.

THE UNDERSIGNED, ACTING AS INCORPORATOR OF A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

FIRST: The name of the corporation is SALTY SUN INC.

SECOND: The period of its duration is perpetual.

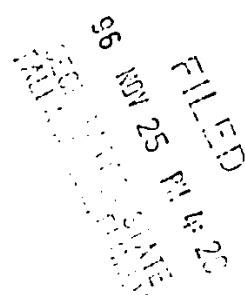
THIRD: The date and time of the commencement of the corporate existence shall be the date of the filing of these Articles by the Department of State.

FOURTH: The purpose or purposes for which the corporation is organized is to engage in the transaction of any or all lawful business for which the corporation may be incorporated under the provisions of the Florida Business Corporation Act.

FLORIDA INCORPORATORS, INC.
15 SIDONIA AVE., STE. 2
CORAL GABLES FL 32127
(305) 444-9508

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FIFTH: The aggregate number of shares which the corporation shall have authority to issue is ONE THOUSAND (1,000) SHARES of capital stock, \$0.001 par value each.

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is one (1) and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until his successor is elected and qualified is:

FLOYD L. FULFORD
4349 S. ATLANTIC AVE.
PONCE INLET, FL 32127

SEVENTH: The name and address of the incorporator is:

FLOYD L. FULFORD
4349 S. ATLANTIC AVE.
PONCE INLET, FL 32127

EIGHTH: The name and address of the initial registered agent and the initial registered office is:

FLOYD L. FULFORD
4349 S. ATLANTIC AVE.
PONCE INLET, FL 32127

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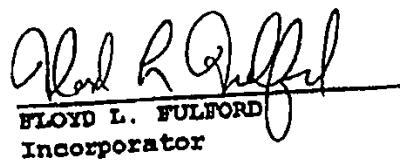
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NINTH: The principal office of the corporation is:

SALTY SUN INC.
4349 S. ATLANTIC AVE.
PONCE INLET, FL 32127

DATED: November 25, 1996


FLOYD L. FULFORD
Incorporator

ACCEPTANCE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent of the corporation.


FLOYD L. FULFORD

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