

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

NAME _____
FIRM _____
ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service _____ Two Day Service _____

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

REQUEST TAKEN CONFIRMED APPROVED

DATE 1/23/97 _____

TIME 10:10 _____ CK No. _____

BY CD/DR _____

WALK-IN
Will Pick Up _____

RE: Stingray Beach Supply, Inc

C.C. FEE. DISBURSED

☒ Capital Express™
☒ Art. of Inc. File _____

Corp. Record Search _____

Ltd. Partnership File _____

Foreign Corp. File _____
☒ () Cert. Copy(s) _____

Art. of Amend. File _____

Dissolution/Withdrawal _____

C U S- _____

Fictitious Name File _____

Name Reservation -01/23/97--01009--026

Annual Report/Reinstatement *****122.50 *****122.50

Reg. Agent Service _____

Document Filing _____

Corporate Kit _____

Vehicle Search _____

Driving Record _____

Document Retrieval _____

UCC 1 or 3 File _____

UCC 11 Search _____

UCC 11 Retrieval _____

File No.'s, _____ Copies

Courier Service _____

Shipping/Handling _____

Phone () _____

Top Priority _____

Express Mail Prep. _____

FAX () _____ pgs.

SUBTOTALS _____

FEE.....

DISBURSED.....

SURCHARGE.....

TAX on corporate supplies.....

SUBTOTAL.....

PREPAID.....

BALANCE DUE.....

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

RECEIVED
96 JAN 23 AM 10:36
DEPARTMENT OF STATE
DIVISION OF CORPORATE AFFAIRS
TALLAHASSEE, FLORIDA

**Articles of Incorporation
of
Stingray Beach Supply, Inc.**

FILED
97 JAN 23 PM 2:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I. Corporate Name and Initial Corporate Address

The name of this corporation is **Stingray Beach Supply, Inc.**, and the initial corporate address is 14828 Front Beach Road, Panama City Beach, Florida.

Article II. Nature of Business and Powers

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

Article III. Capital Stock

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock, having a par value of \$5.00 per share.

Article IV. Term of Existence

This corporation shall have perpetual existence commencing upon filing of the articles.

Article V. Registered Agent and Initial Registered Office

The Registered Agent and the street address of the initial Registered Office of this corporation in the State of Florida shall be:

Brian D. Hess
9108 Front Beach Road
Panama City Beach, Florida 32407

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

Article VI. Board of Directors

This corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

Article VII. Initial Directors

The name of the initial directors of this corporation and their street address are:

Thomas Ray Poole
14828 Front Beach Road
Panama City Beach, Florida 32413

Thomas Charles Poole
14828 Front Beach Road
Panama City Beach, Florida 32413

Martha B. Poole
14828 Front Beach Road
Panama City Beach, Florida 32413

The persons named as initial directors shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

Article IX. Incorporator

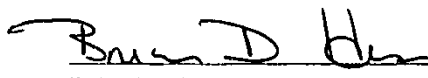
The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Brian D. Hess, Esq.
9108 Front Beach Road
Panama City Beach, Florida 32407

Article X. Preemptive Rights

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

In witness whereof, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the 22 day of January, 1997.


Brian D. Hess

State of Florida
County of Bay

Before me, a Notary Public, personally appeared Brian D. Hess, who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to these Articles of Incorporation on the 22 day of January, 1997, [X] who was personally known to me; or [] who produced _____ as identification.



PATRICIA A. MIDDLEBROOKS
MY COMMISSION # CC312006 EXPIRES
AUGUST 30, 1997
BONDED TRULY TROY FARM INSURANCE, INC.


Patricia A. Middlebrooks, Notary Public
My Commission Expires: 8/30/97
Commission No.: CC312006

Consent of Registered Agent

Having been named as registered agent for this corporation at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.



Brian D. Hess

FILED
97 JAN 23 PM 2:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA