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ACCOUNT NO. : 072100000032

REFERENCE : 278608 143182A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 3, 1997

ORDER TIME : 10:20 AM

ORDER NO. : 278608-005

CUSTOMER NO: 143182A

CUSTOMER: Scott E. Simpson, Esq
SCOTT E. SIMPSON, P.A.

Suite A
595 West Granada Boulevard
Ormond Beach, FL 32174

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-03/03/97--01073--011
****122.50 ****122.50

DOMESTIC FILING

NAME: ALOHA BEACH, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susana Romagosa

EXAMINER'S INITIALS:

K.R. MAR - 3 1997

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

ALOHA BEACH, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE 1. NAME. The name of the Corporation is:

ALOHA BEACH, INC.

ARTICLE 2. DURATION. This corporation shall have perpetual existence commencing on the date that these Articles are formally accepted by the office of the Secretary of State for the State of Florida.

ARTICLE 3. PURPOSE. The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE 4. CAPITAL STOCK. The aggregate number of shares which the Corporation is authorized to issue is FIVE HUNDRED (500) shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

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TALLAHASSEE, FLORIDA

ARTICLE 5. ADDRESS. The street address of ALOHA BEACH, INC. is the following:

1431 So. Atlantic Avenue
Daytona Beach, FL 32118

The mailing address of ALOHA BEACH, INC. is the following:

1431 So. Atlantic Avenue
Daytona Beach, FL 32118

ARTICLE 6. PRE-EMPTIVE RIGHTS. Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series in that which he already holds, shall have the right to purchase this pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE 7. INITIAL REGISTERED OFFICE AND AGENT. The street address of the initial Registered Office of the Corporation is 595 W. Granada Blvd., Suite A, Ormond Beach, Florida and the name of its initial Registered Agent at that address is SCOTT E. SIMPSON.

ARTICLE 8. BOARD OF DIRECTORS. The Incorporators, as hereinafter set forth, agree that there will be no board of directors for this corporation and that the responsibilities and duties normally performed by the board of directors shall be performed by the shareholders of this corporation.

ARTICLE 9. INCORPORATORS. The name and address of each Incorporator is as follows:

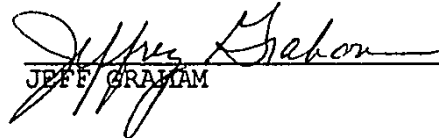
Jeff Graham

1431 So. Atlantic Avenue
Daytona Beach, FL 32118

ARTICLE 10. INDEMNIFICATION. This corporation shall indemnify any officer to the full extent of the law.

ARTICLE 11. AMENDMENT. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to the, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 27th day of February, 1997.


JEFF GRAHAM


STATE OF FLORIDA)
):ss
COUNTY OF VOLUSIA)

Before me personally appeared JEFF GRAHAM known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

The foregoing instrument was acknowledged before me this 27th day of February, 1997 by JEFF GRAHAM, () who is personally known to me, or (X) who produced a Florida driver's license as identification.



Laura L. Arcangio
My Commission CC581720
Expires Sep. 02, 2000


Notary Public
State of Florida
Commission No.:
My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THE STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED


Pursuant to Florida Statute 48.091, the following is submitted in compliance with said Act;

First, ALOHA BEACH, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at 595 W. Granada Blvd., Suite A, Ormond Beach, County of Volusia, State of Florida, has named SCOTT E. SIMPSON, 595 W. Granada Blvd., Suite A, Ormond Beach, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

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

DATED this 27th day of February, 1997.


SCOTT E. SIMPSON, as Registered Agent

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TALLAHASSEE, FLORIDA