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**Ra Baker**  
**808 Gulf Blvd.**  
**Indian Rocks Beach, Florida 33785**

Secretary of State  
Division of Incorporations  
409 East Gaines Street  
Tallahassee, Florida 32301

FILED  
97 APR 16 AM 8:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

re: **The Ultimate Hangup, Inc.**

100002144911--0  
-04/16/97--01054--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Sirs:

Please find enclosed the Articles of Incorporation of **The Ultimate Hangup, Inc** fully executed by it's incorporator, **Ra Baker**.

Also, please find enclosed a check for \$ 70.00 to cover the various fees to file these documents with the State of Florida.

If you have any questions regarding these documents, please feel free to contact me at the above address or phone number.

Sincerely,



Ra Baker

April 2, 1997

Bm 4/17/97

## ARTICLES OF INCORPORATION

OF

**The Ultimate Hangup, Inc.**

The undersigned incorporator of these Articles of Incorporation, a natural person competent to contract, hereby presents these Articles for the formation of a corporation under the laws of the State of Florida.

### ARTICLE I: NAME

The name of the Corporation is **The Ultimate Hangup, Inc.**

### ARTICLE II: DURATION

The Corporation shall have perpetual existence.

### ARTICLE III: PURPOSE

The nature of the business and the objects and purposes proposed to be transacted, promoted or carried on are to engage in any or all lawful business for which the corporations may be incorporated under the Florida General Corporation Act.

### ARTICLE IV: CAPITAL STOCK

The maximum number of shares of stock that the Corporations authorized to have outstanding at any one time is Five Hundred (500) shares of common stock having a par value of One (\$1.00) Dollar per share.

### ARTICLE V: SECTION 1244 STOCK

The Corporation, and the party hereto, shall take whatever action shall be necessary to cause the shares of the Corporation to qualify as "Section 1244 Stock" as such term is used and defined in the Internal Revenue Code of 1954, as amended, and Regulations issued thereunder.

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#### ARTICLE VI: INITIAL REGISTERED OFFICE AND AGENT

The post office address of the Corporation's place of business and initial registered office is **808 Gulf Blvd., Indian Rocks Beach, Florida 33785** and the name of its initial registered agent at such address is **Ra Baker**. The Board of Directors may from time to time move the registered office to any other address in the State of Florida.

#### ARTICLE VII: INITIAL DIRECTORS

The initial Board of Directors shall consist of two Directors whose name and post office address is as follows:

**Ra Baker, Joan Hoag**

both of **808 Gulf Blvd., Indian Rocks Beach, Florida 33785**

who shall hold office until the first annual meeting of the shareholders, and until his or her successor shall have been elected and qualified or until his or her earlier resignation, removal from office, or death.

#### ARTICLE VIII: INCORPORATOR

The name and post office address of the person signing these Articles of Incorporation as an Incorporator is as follows:

**Ra Baker**

**808 Gulf Blvd.**

**Indian Rocks Beach, Florida 33785**

#### ARTICLE IX: AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by a majority of the stock entitled to vote thereon,

unless all of the directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. All rights of shareholders are subject to these reservations.

IN WITNESS WHEREOF, the incorporator herein named, has hereunto set his hand and seal this 8 day of APRIL 1997, for the purpose of forming this corporation under the laws of the State of Florida, and he makes, subscribes, acknowledges and files in the Office of the Secretary of the State of Florida, these Articles of Incorporation and certifies that the facts herein are true.

Ra Baker

**Ra Baker**

STATE OF FLORIDA

COUNTY OF PINELLAS

I HEREBY CERTIFY that before me personally appeared **Ra Baker**, to me known to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged the execution thereof to be his free act and deed for the uses and purposes therein mentioned.

WITNESS my signature and official seal this 8<sup>th</sup> day of April, 1997 at Indian Rocks  
Beach, Florida.

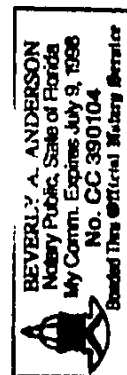
(Seal)

Beverly A. Anderson

Notary Public

My commission number is CC 390104

My commission expires: 7/9/98



### RESIDENT AGENT CERTIFICATE

In Pursuance of Chapter 48.091 . Florida Statutes, the following is submitted in compliance with said Act:

**The Ultimate Hangup, Inc.** desiring to organize under the laws of the State of Florida with its principal office located at **808 Gulf Blvd, Indian Rocks Beach, Florida 33785** has named **Ra Baker** located at **808 Gulf Blvd., Indian Rocks Beach, Florida 33785** as its agent to accept service of process within the State.

### ACKNOWLEDGEMENT

Having been named to accept service of process for the above-styled 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.

  
**Ra Baker**

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