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97 MAY 12 PH 12: 57

STEER LAW OF STATE TALLAHASSE, FLORIDA

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

BAY VIBES INC.
(Proposed corporate name - must include suffix) 700002175467--9 -05/12/97--01142--008 ******80.00 ******80.00 Enclosed is an original and one(1) copy of the articles of incorporation and a check for : \$122.50 \$131.25 \$70.00 Filing Fee Filing Fee, Filing Fee Filing Fee & Certified Copy Certified Copy & Certificate & Certificate ADDITIONAL COPY REQUIRED FROM: Ricardo J. Suice Name (Printed or typed) 4711 W. Waters # 224

NOTE: Please provide the original and one copy of the articles.

813-442-2362

Daytime Telephone number

(N5-14-97

ARTICLES OF INCORPORATION OF BAY VIBES INC.

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The undersigned person, acting as incorporator for the purpose of forming a stock business corporation under the laws of the State of Florida, adopts the following Articles of Incorporation:

Article 1: The name of the Corporation is **Bay Vibes Inc**.

Located at: 4711 West Waters Ave. Suite 224, Tampa, FL 33614

Article 2: The purpose for which this corporation is organized is to transact any and all lawful business for which corporations may be organized under the laws of the State of Florida, and have all powers which are afforded corporations under the laws of the State of Florida.

Article 3: The duration of this corporation shall be perpetual.

Article 4: The total number of shares of common capital stock that this corporation is authorized to issue is 100 shares.

Article 5: This stock shall have a par value of \$1.00.

Article 6: The initial registered agent of this corporation is Ricardo J. Guice.

Article 7: The initial address of the office of the registered agent of this corporation is: 4711 West Waters Ave. Suite 224, Tampa, FL 33614.

Article 8: The name, address and age of the incorporator of this corporation is Ricardo J. Guice, 4711 West Waters Ave. Suite 224, Tampa, FL 33614, in the County of Hillsborough, State of Florida, age 37.

Article 9: The number of directors of this corporation is two.

Article 10: The names and addresses of the initial directors of this corporation are: Ricardo J. Guice, 4711 West Waters Ave. Suite 224, Tampa, FL 33614 Anthony Lopez, 5150 Ulmerton Road Suite 8, Clearwater, FL 34620

Article 11: This corporation shall have preemptive rights for all shareholders.

Article 12: The following are preferences and limitations on the common stock of this corporation: none.

Article 13: This corporation adopts the following additional articles: none.

I certify that all facts stated in these Articles of Incorporation are true and correct and are made for the purpose of forming a business corporation under the laws of the State of Florida.

Dated

enture of incorporator

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

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CECAETACY OF STATE TALLAHASSUE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

. The name of the corporation is	Bay	Vibes	Inc	•
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2. The name and address of the registered agent and office is:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

4/21/97 (DATE)