

P97000046575

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

Bed and Breakfast, Inc

TALLAHASSEE, FLORIDA

97 MAY 27 PM 2:32

RECEIVED

✓ Art of Inc. File _____
LTD Partnership File _____
Foreign Corp. File _____
L.C. File _____
Fictitious Name File _____
Name Reservation _____
Merger File _____
Art. of Amend. File _____
RA Resignation _____
Dissolution / Withdrawal _____
Annual Report / Reinstatement _____
✓ Cert. Copy _____
Photo Copy _____
Certificate of Good Standing _____
Certificate of Status _____
Certificate of Fictitious Name _____
Corp Record Search _____
Officer Search _____
Fictitious Search _____
Fictitious Owner Search _____
Vehicle Search _____
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Signature _____

Requested by: _____

Name _____

Date _____

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Walk-In _____

Will Pick Up _____

5/27/97

ARTICLES OF INCORPORATION

OF

BED AND BASEBALL, INC.

FILED
97 MAY 27 PM 2:32
CLERK OF CIRCUIT COURT
JACKSONVILLE, FLORIDA

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

ARTICLE ONE

The name of this corporation shall be ***BED AND BASEBALL, INC.***

ARTICLE TWO

The term of existence of this corporation shall be perpetual.

ARTICLE THREE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

The aggregate number of shares that the corporation has authority to issue is SEVEN THOUSAND FIVE HUNDRED (7,500) all of which shall be common shares with par value of ONE DOLLAR (\$1.00) per share.

ARTICLE FIVE

Authorized capital stock may be paid for in cash, services or property, at a just and fair value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or to acquire any unissued or treasury shares.

ARTICLE SIX

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

Gregory L. Olney
1301 - 4th Street, North
St. Petersburg, FL 33701

ARTICLE SEVEN

The street address of the principal office of the corporation is:

14479 Sandpiper Circle
Clearwater, FL 34622

ARTICLE EIGHT

The name and address of the first Board of Directors are:

Gregory L. Olney
1301 - 4th Street, North
St. Petersburg, FL 33701

Janet T. Hunter-Olney
14479 Sandpiper Circle
Clearwater, FL 34622

ARTICLE NINE

The name and address of the incorporator of this corporation is:

Gregory L. Olney
1301 - 4th Street, North
St. Petersburg, FL 33701

ARTICLE TEN

It is the intention of the incorporator of this corporation that the First Board of Directors adopt the Plan Under Section 1244 of the Internal Revenue

Code allowing a limited ordinary loss to individuals for loss of stock of a "Small Business Corporation which qualifies under the Code.

ARTICLE ELEVEN

The corporation shall commence its existence upon receipt of these Articles of Incorporation by the Secretary of State.

IN WITNESS WHEREOF, I have hereunto set my hand and seal and acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 23rd day of May, 1997.



Gregory L. Olney

STATE OF FLORIDA)

COUNTY OF PINELLAS)

Before me, the undersigned authority, personally appeared Gregory L. Olney to me known to be the individual described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same for the purposes therein expressed.

23rd WITNESS my hand and seal in the County and State aforesaid this day of May, 1997.



NOTARY PUBLIC

My Commission Expires:

Debbie C. Darbo
Notary Public, State of Florida
My Commission Expires 05/20/00
P.O. Box 1000, St. Petersburg, FL 33731
Phone: 727-321-1000

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the mentioned 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.

1. The name of the corporation is:

BED AND BASEBALL, INC.

2. The name and street address of the registered agent and office is:

Gregory L. Olney
1301 - 4th Street, North
St. Petersburg, Florida 33701

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.



Gregory L. Olney

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FLORIDA