

097000056340

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

Beach Boys, Inc.

Signature \_\_\_\_\_

Requested by: CO

Name \_\_\_\_\_

Walk-In \_\_\_\_\_

Date 6/26/97

Time 10:00

Will Pick Up \_\_\_\_\_

Art of Inc. File 870002223488--E  
06/26/97--01003--041  
\*\*\*122.50 \*\*\*122.50

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 \_\_\_\_\_

Driving Record \_\_\_\_\_

UCC 1 or 3 File \_\_\_\_\_

UCC 11 Search \_\_\_\_\_

UCC 11 Retrieval \_\_\_\_\_

Courier \_\_\_\_\_

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

97 JUN 26 PM 12:22

FILED

DIVISION OF CORPORATION

97 JUN 26 AM 10:40

RECEIVED

6/26/97

ARTICLES OF INCORPORATION  
OF  
BEACH BOYS, INC.

FILED  
97 JUN 26 PM 12:22  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this corporation is BEACH BOYS, INC., hereinafter referred to as the "Corporation".

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Florida Department of State.

ARTICLE III - PURPOSE

The Corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE IV - CAPITAL STOCK

The Corporation is authorized to issue 5,000 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street and mailing address of the initial office and the principal office of the Corporation is 15606 Front Beach Road, Panama City Beach, Florida, 32413, and the registered agent of the Corporation is Derrick Bennett whose address is 112 East Third Court, Panama City, Florida, 32401.

ARTICLE VI- INITIAL BOARD OF DIRECTORS

The Corporation shall have one Director initially. The number of Directors may be either increased or diminished from time to time by the By-laws, but shall never be less than one (1). The name and address of the initial Director of the Corporation are:

Neel Bennett  
15606 Front Beach Road  
Panama City Beach, FL 32413

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is:

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

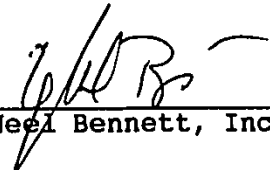
ARTICLE IX - INDEMNIFICATION

The Corporation shall defend, indemnify and hold harmless any member of the Board of Directors or officer of the Corporation, or any former officer or director, who is a party to any threatened or pending suit or proceeding by reason of the fact that he or she is or was a director, officer or agent of the Corporation.

ARTICLE X - AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended by a majority vote of the members of the Board of Directors, subject to any limitation by law. The Board of Directors shall adopt Bylaws for the Corporation, which may be modified, amended or altered as allowed under said Bylaws.

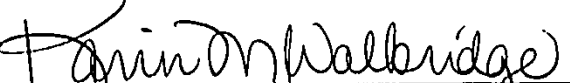
IN WITNESS WHEREOF, the undersigned subscriber has hereunto executed these Articles of Incorporation this 25th day of June, 1997.

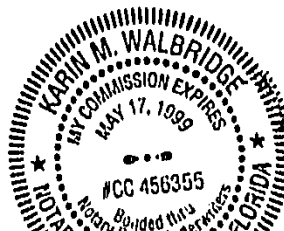
  
\_\_\_\_\_  
Neel Bennett, Incorporator

STATE OF FLORIDA  
COUNTY OF BAY

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgements, personally appeared NEEL BENNETT who is personally known to me and who is known to me to be the person described in and who executed the foregoing instrument for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 25th day of June, 1997.

  
\_\_\_\_\_  
Karin M. Walbridge, Notary Public  
My Commission Expires: 5/17/99  
My Commission Number: CC 456355



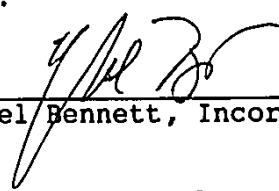
**CERTIFICATE DESIGNATING REGISTERED AGENT AND  
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT  
UPON WHOM PROCESS MAY BE SERVED**

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In compliance with §48.901 and §607.034, Florida Statutes, the following is submitted.

FIRST that BEACH BOYS, INC., desiring to be organized or qualify under the laws of the State of Florida, with its principal place of business at 15606 Front Beach Road, Panama City Beach, Florida, 32413, has named Derrick G. Bennett located at 112 East Third Court, Panama City, Florida, 32401, as its agent to accept service of process within Florida.

DATED this 25th day of 1997.

  
\_\_\_\_\_  
Neel Bennett, Incorporator

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

  
\_\_\_\_\_  
Derrick Bennett, Registered Agent

**FILED**  
97 JUN 26 PM 12:22  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA