

LAW OFFICES
VERONA & FREEMAN, P.A.

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August 21, 1997

P970000073131

Corporate Records Bureau
Division of Corporations
Department of State
PO Box 6327
Tallahassee, FL 32301

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-08/22/97--01042--020
****122.50 ****122.50

Re: SUNSET STITCHES, INC. / Incorporation

Gentlemen:

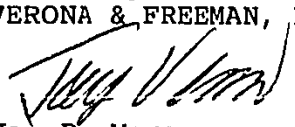
Enclosed please find an original and one (1) copy of Articles of Incorporation for the above-named corporation. Please file and return a certified copy thereof to this office.

Also enclosed is a check in the amount of \$ 122.50 to cover the following costs:

Articles Filing Fee	\$ 35.00
Registered Agent	35.00
Certified Copy	52.50
TOTAL	\$ 122.50

Thank you for your assistance in this matter. Should you require any additional documents or fees, please advise this office.

Sincerely,
VERONA & FREEMAN, INC.


Jay B. Verona
JBV:sb
Enclosures
cc: Brenda Welton

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 AUG 22 PM 3:03

8-22-97

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DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

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The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation for such corporation.

1. **NAME:** The name of this Corporation is **SUNSET STITCHES, INC.**
2. **DURATION:** The period of its duration is perpetual.
3. **PURPOSE:** The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.
4. **CAPITAL STOCK:** The corporation is authorized to issue 7500 shares, all of one class, at \$1.00 par value.
5. **PRINCIPAL OFFICE:** The principal office of this corporation shall be 330 Bahia Vista, Indian Rocks Beach, FL 33785.
6. **INITIAL REGISTERED OFFICE AND AGENT:** The street address of this corporation's initial registered office, and the name of its initial registered agent at that office shall be as follows:

VERONA & FREEMAN, P.A.
7235 First Avenue South
St. Petersburg, Florida 33707

7. **INITIAL BOARD OF DIRECTORS:** This corporation shall have one (1) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the By-Laws of the corporation in the manner provided by law, but shall never be less than one (1).

The name and address of the initial director of this corporation is:

BRENDA WELTON

330 Bahia Vista
Indian Rocks Beach, FL 33785

8. **INCORPORATOR:** The name and address of the initial Incorporator signing these Articles of Incorporation is:

BRENDA WELTON

330 Bahia Vista
Indian Rocks Beach, FL 33785

9. **BY-LAW AMENDMENT:** The power to adopt, alter, amend or repeal the By-Laws of this corporation shall be vested in the Shareholders.

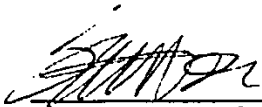
10. **INDEMNIFICATION:** The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

11. **INFORMAL ACTION OF DIRECTORS:** If all of the directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

12. **AMENDMENT OF ARTICLES:** This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

13. **PREEMPTIVE RIGHTS:** This corporation elects to have preemptive rights. These preemptive rights shall encompass the issuance of unissued or treasury shares.

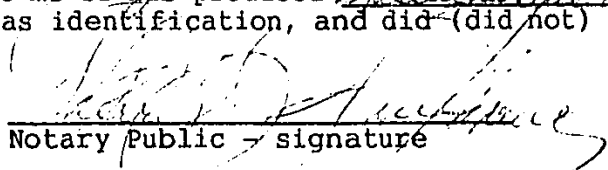
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 21 day of AUGUST, 1997.



BRENDA WELTON
Incorporator

STATE OF Florida
COUNTY OF DUNEDIN

The foregoing Articles of Incorporation were acknowledged before me this 21 day of August, 1997 by BRENDA WELTON, who is personally known to me or has produced Massachusetts Driver's License (type of identification) as identification, and did (did not) take an oath.

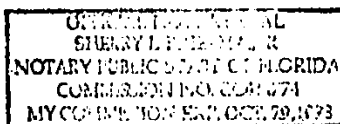


Notary Public - signature

Notary's name - type or print

Commission/Serial Number

My Commission Expires:



CONSENT OF REGISTERED AGENT

HAVING BEEN NAMED as Registered Agent for **SUNSET STITCHES, INC.**, at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation of Registered Agent.

The undersigned hereby further states that it is familiar with, and accepts, the obligations provided for in Section 607.0501, Florida Statutes.

VERONA & FREEMAN, P.A.

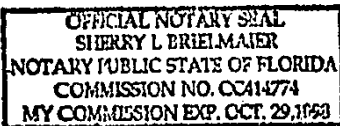
By: Jay B. Verona

Jay B. Verona

As: President

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 26th day of August, 1997 by Jay B. Verona, as President of Verona & Freeman, P.A., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced (type of identification) as identification, and did (did not) take an oath.



[Signature]
Notary Public - signature

Notary's name - type or print

Commission/Serial Number

My Commission Expires:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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