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FRANCIS H. MULDOON, JR., P.A.

ATTORNEY AND COUNSELLOR AT LAW
513 WHITEHEAD STREET
KEY WEST, FLORIDA 33040

TELEPHONE (305) 294-0330

TELEFAX (305) 294-7353

October 23, 1997

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Watercolor Ts, Inc.

Dear Sir or Madam:

Please find enclosed the original and one copy of the Articles of Incorporation for the above referenced corporation, along with this firm's check in the amount of \$70.00 to cover the cost of filing same. Please return a filed copy to this office at your earliest convenience.

Sincerely,

000002330210--2



-10/27/97-01077-017

*****70.00 *****70.00

Francis H. Muldoon, Jr.

FHM/rb
Enclosures

FILED
97 OCT 27 AM 11: 07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

nc 10/28/97

ARTICLES OF INCORPORATION

OF

WATERCOLOR I's, INC.

FILED

97 OCT 27 AM 11:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
General Corporation Act,

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

FIRST: The name of the corporation is: **WATERCOLOR I's, INC.**

SECOND: The period of duration is perpetual.

THIRD: The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

FOURTH: The aggregate number of shares that the corporation shall have the authority to issue is 100 shares of Common Stock with a par value of \$5.00 (or no par value) per share.

FIFTH: The address of its initial Registered Office is:

513 WHITEHEAD STREET
KEY WEST, FLORIDA 33040

the principal address is the same as the Registered Office, and the name of its initial Registered Agent at said address is:

FRANCIS H. MULDOON, JR.

SIXTH: The initial Board of Directors shall consist of one (1) member, who need not be residents of the State of Florida or shareholders of the corporation.

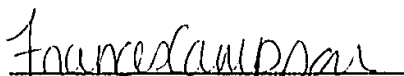
SEVENTH: The names and address of the person who shall serve as director is as follows:

FRANCIS E. CAMPSON - DIRECTOR
P.O. Box 2424, Key West, Florida 33040

EIGHTH: The name and address of the Incorporator is:

FRANCES E. CAMPSON, P.O. Box 2424, Key West, Florida 33040

IN WITNESS WHEREOF, THE UNDERSIGNED has made and subscribed these Articles of Incorporation at Key West, Florida, on the 27 day of October, 1997.


Frances E. Campson - Incorporator

C 512 24 581 9500

X 12/10/03

STATE OF FLORIDA
COUNTY OF MONROE

BEFORE ME, the undersigned authority, personally appeared Frances E. Campson who produced FLA. license as identification and who subscribed the above and foregoing Articles of Incorporation, and she did freely and voluntarily acknowledge before me, according to the law, that she made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Key West, in said County and State this 9th day of October, 1997.

(SEAL)

Karen V. Mondaz
NOTARY PUBLIC



Karen V. Mondaz
MY COMMISSION # CC660815 EXPIRES
September 28, 2000
BONDED THRU TROY FARM INSURANCE, INC.

**CERTIFICATE DESIGNATING REGISTERED OFFICE
AND REGISTERED AGENT FOR
ACCEPTING SERVICE OF PROCESS WITHIN THE STATE**

Pursuant to Chapter 48.091 Florida Statutes, the following is submitted:

That WATERCOLOR I's, INC., is desiring to incorporate under the laws of the State of Florida, with its Registered Office as indicated in the Articles of Incorporation, at 513 Whitehead Street, Key West, Florida 33040 has named Francis H. Muldoon, Jr. Registered Agent at such address to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-named corporation, at the address designated in the certificate, I hereby accept to act in this capacity and to comply with provisions of Chapter 18.091 Florida Statutes, relative to keeping open said office.


Francis H. Muldoon - Registered Agent

FILED
97 OCT 27 AM 11:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA