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TRANSMISSION

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

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-10/27/97--01091-009
****131.25 ****131.25

SUBJECT: SLEEPING BEARS INCORPORATED
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: BRANT MYERS
Name (Printed or typed)

3532 CORYAN LANE
Address

CASSELBERRY, FL 32707
City, State & Zip

407-699-8611
Daytime Telephone number

SEARCHED INDEXED
SERIALIZED FILED
TALLAHASSEE, FLORIDA

FILED

97 OCT 27 PM 1:16

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

10/28/97

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SECRETARY OF STATE,
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SLEEPING BEARS INCORPORATED

The undersigned subscriber for the purpose of forming a corporation under the laws of the State of Florida, does hereby adopt the following Articles of Incorporation:

ARTICLE I. Name.

The name of this corporation is: Sleeping Bears Incorporated

ARTICLE II. Nature of Business.

The general nature of the business and the objects and purposes to be transacted and carried are:

1. Any activity or business permitted under the laws of the United States and/or the State of Florida.
2. And, in general to carry on any other business whatsoever in connection with the foregoing or which is calculated directly or indirectly, to promote the interests of the corporation or to enhance the value of its properties.
3. And, further to borrow or raise money for any purpose of the company, and to secure the same with interest, or for any other purpose. To mortgage all or any part of the property corporeal or incorporeal rights or franchises of this company now owned or hereinafter acquired, and to create, issue, draw and accept and negotiate bonds and mortgages, bills of exchange, promissory notes or other obligations or negotiable instruments.

ARTICLE III. Capital Stock.

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is: 100,000 shares of stock, par value of \$1.00

ARTICLE IV. Terms of Existence.

This corporation shall have perpetual existence.

ARTICLE V. Address.

The initial post office address of the principal office of this corporation in the State of Florida is: 3532 Coram Lane Casselberry, FL 32707

ARTICLE VI. Directors.

This corporation shall have one director initially. The number of Directors may be increased or diminished from time to time pursuant to the bylaws of the corporation but shall never be less than one (1).

ARTICLE VII. Initial Board of Directors.

The names and post office addresses of the members of the first Board of Directors, who subject to the provisions of the Certificate of Incorporation, bylaws and the corporation laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until a successor is elected and has qualified are:

Brant Myers

3532 Coram Lane
Casselberry, FL 32707

ARTICLE VIII. Subscribers.

The name and post office address of the subscribers of these Articles of Incorporation and the number of shares of stock the subscribers agree to take is:

Brant Myers

3532 Coram Lane
Casselberry, FL 32707

100,000 shares of stock, par value of \$1.00

ARTICLE IX. Initial Registered Office and Agent.

The street address of the initial registered office of this corporation is:

3532 Coram Lane

Casselberry, FL 32707

and the name of the initial registered agent of this corporation at this address is:

Brant Myers

ARTICLE X. Amendment.

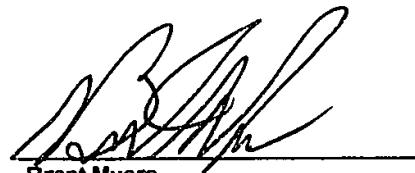
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and the right conferred upon the shareholder is subject to this reservation.

ARTICLE XI. Indemnification.

The corporation shall indemnify and save harmless any officer or director, or any former officer or director, to the full extent permitted by law.

The UNDERSIGNED, being the original subscriber(s) to the Capital stock hereinabove named for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do(es) hereby make, subscribe, acknowledge and file this certificate, hereby declaring and certifying that the facts herein stated are true, and does agree to take the number of shares of stock hereinabove set forth, and accordingly has

set his hand and seal this 23rd day of October 1997.


Brant Myers

**STATE OF FLORIDA,
COUNTY OF SEMINOLE,**

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

**IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED:**

FIRST-- THAT Sleeping Bears Incorporated
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA,
WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF Casselberry,
STATE OF Florida **HAS NAMED** Brant Myers
LOCATED AT 3532 Coram Lane Casselberry, FL 32707

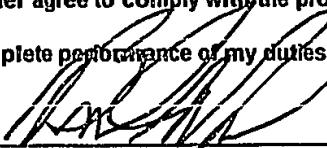
ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Signature: 
Brant Myers
Corporate Officer

Title: President

Date: October 23, 1997

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

Signature: 
Brant Myers

Date: October 23, 1997

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FLORIDA SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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I hereby certify that on this day before me, a Notary Public duly authorized to administer oaths and take acknowledgments personally appeared Brant J. Myers and he acknowledged that he executed the foregoing as the subscriber to these Articles of Incorporation.

Witness my hand and seal in the County and State last aforesaid this 23rd day of October 1997.

My commission expires: 12/29/98

Christine M. Ahrendt

Notary Public, State of Florida



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SEC. OF STATE
TALLAHASSEE, FLORIDA

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