CAPITAL CONNECTION, INC.

• 417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

SECRETARY OF STATE SECRETARY OF STATE SECRETARY OF CORPORATIONS

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ARTICLES OF INCORPORATION

OF

97 DEC 24 AM 10: 27 DAYDREAM TRADING COMPANY, INC.

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

ARTICLE I

The name of the corporation is <u>Daydream Trading Company</u>, Inc.

ARTICLE II

The duration of this corporation is perpetual.

ARTICLE III

The general purposes for which this corporation is organized are:

- To engage in Retail/Wholesale sale of apparel.
- transact any other lawful business for corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the Board of Directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
- To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

The aggregate number of shares which the corporation is authorized to issue is ten thousand (10,000). Such shares shall be of a single class and shall have a par value of One Dollar (\$1.00) per share.

The principal street address of the registered office of the corporation is 300 E. Highway 98, Destin, FL 32541 and the name of its registered agent at such address is Holly Starr. The principal address and the registered office address are the same.

ARTICLE VI

The number of directors constituting the initial Board of Director(s) of the corporation are <u>two (2)</u>. The name(s) and address(es) of the person(s) who are to serve as member(s) of the initial Board of Director(s) are:

NAME	ADDRESS				
Halley Lovato	300 E. Highway 98				
	Destin, Florida 32541				
Holly Starr	300 E. Highway 98				
	Destin, Florida 32541				
ARTICLE VII					
The name and address of	each incorporator is:				
NAME	ADDRESS				
Halley Lovato	300 E. Highway 98				
	Destin, Florida 32541				
Holly Starr	300 E. Highway 98				
	Destin, Florida 32541				

Executed by the undersigned at Nictville,
Florida, on the 33 rd day of December, 1997.
Incorporator, Halley Lovato
Incorporator, Holly Starr
STATE OF FLORIDA COUNTY OF OKALOOSA
Before me, the undersigned authority, personally appeared, known to me to be the individuals described in and who executed the foregoing instrument and acknowledged before me that they executed the same for the uses and purposes therein set forth.
Witness my hand and official seal on this the <u>33rd</u> day of <u>1997.</u>

ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

I, the undersigned, being the person named as the Registered Agent of <u>Daydream Trading Company</u>, <u>Inc.</u>, a Florida corporation, hereby certify that I am familiar with the obligations provided for in Florida Statutes §607.325 and hereby accept the appointment of Registered Agent and hereby accept said obligations.

Dated:	12/23/97	4045
		HOLLY STARA

STATE OF FLORIDA COUNTY OF OKALOOSA

on This 33rd day of December, 1997, before me, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared folly Starr known to me to be the person whose name is subscribed to the instrument within, and acknowledge and he/she executed the same for the purposes contained therein.

SUSAN I. MURPHY
MY COMMISSION & CC 639077
EXPIRES: August 3, 2001
Bonded Thru Notary Public Underwriters

NOTARY PUBLIC

My Commission Expires: