

P98000007853

TRANSMITTAL LETTER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 23 PM 2:23

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

600002410106--9
-01/23/98--01038--006
***122.50 ***122.50

SUBJECT: WHITESANDS MARKETING INC.

Enclosed is an original and one (1) copy of the Articles of
Incorporation and our check for \$ 122.50.

FROM:

BILLY H. GRIMSLEY
P.O. Box 4210
Pensacola, FL 32507

D. BROWN JAN 26 1998

ARTICLES OF INCORPORATION

OF

WHITESANDS MARKETING INC.

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The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: WHITESANDS MARKETING INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 8625 N. Palafox St., Pensacola, Florida 32534, mailing address P.O. Box 4210, Pensacola, Florida 32507.

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: One Hundred (100) Shares.

ARTICLE IV REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

BILLY H. GRIMSLEY

4616 Baywood Drive

Pensacola, FL 32504

ARTICLE V INCORPORATORS

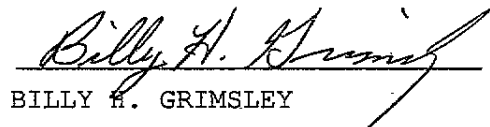
The name and street address of the incorporator to these Articles of
Incorporation is:

BILLY H. GRIMSLEY

4616 Baywood Drive

Pensacola, FL 32504

The undersigned incorporator has executed these Articles of
Incorporation this 21st day of January 1998.


BILLY H. GRIMSLEY

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/agent, in the State of Florida.

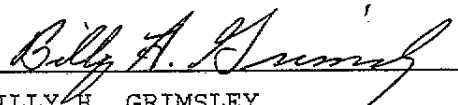
1. The Name of the corporation is: WHITESANDS MARKETING INC.
2. The name and address of the registered agent and office is:

BILLY H. GRIMSLEY

8625 N. Palafox Street

Pensacola, FL 32534

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.


BILLY H. GRIMSLEY
Date: 1-21-1998