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TRANSMITTAL LETTER

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
93 FEB 25 AM 10:31

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

SUBJECT: LITTLE SCOTLAND, INC.  
Proposed corporate name

Enclosed is an original and (2) copies of the articles of incorporation and a check for \$131.25 to cover the following fees.

\$ 35.00 Filing Fee  
\$ 35.00 Designation of Registered Agent  
\$ 52.50 Certified Copy  
\$ 8.75 Certificate of Status  
\$131.25 Total Fees

FROM: John W. Watkins  
Name  
531 Pine Tree Drive  
Address  
Indianapolis, FL 32903  
City, State & Zip  
(407) 723-1918  
Daytime Telephone Number

800002440878--5  
-02/25/98--01086--010  
\*\*\*\*131.25 \*\*\*\*131.25

D. BROWN FEB 26 1998

**ARTICLES OF INCORPORATION**  
**OF**  
**LITTLE SCOTLAND, INC.**

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

**ARTICLE I - Name**

The name of the corporation is LITTLE SCOTLAND, INC.

**ARTICLE II - Principal Office**

The principal place of business and mailing address of this corporation shall be:

531 Pine Tree Drive  
Indialantic, FL 32903

**ARTICLE III - Duration**

The period of duration of the corporation is perpetual.

**ARTICLE IV - Purpose**

The purpose or purposes for which the corporation is organized are to engage in any or all lawful business, and to do everything necessary, proper, advisable, or convenient for the accomplishment of said purposes, and to do all other things incidental to them or connected with them that are not forbidden by the Florida corporation laws or by other law, or by these articles of incorporation, and to carry out the said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United States, or by the foreign country.

**ARTICLE V - Capital Stock**

This corporation is authorized to issue 300,000 shares of One Dollar (\$1.00) par value common stock.

#### **ARTICLE VI - Registered Office and Agent**

The street address of the initial registered office of this corporation is 531 Pine Tree Drive, Indialantic, Florida 32903, and the name of the initial registered agent of this corporation at that address is John W. Watkins.

#### **ARTICLE VII - Initial Board of Directors**

This corporation shall have not less than one (1), nor more than seven (7) director. The number of directors may be either increased or diminished from time to time by the by-laws adopted by the stockholders. Directors shall not be required to be stockholders, although at least one (1) shall be a stockholder. The name and address of the initial director of this corporation is:

John W. Watkins  
531 Pine Tree Drive  
Indialantic, FL 32903

#### **ARTICLE VIII - Incorporators**

The name and address of the initial incorporator is as follows:

John W. Watkins  
531 Pine Tree Drive  
Indialantic, FL 32903

#### **ARTICLE IX**

The corporation shall have a lien on all shares of stock in an amount equal to any debt that a shareholder may owe the corporation from time to time. No transfer of stock shall be valid or binding until the transfer has been duly recorded and entered upon the corporation books. The stockholders shall have the power to include in an agreement between themselves any limitation upon the transferability or assignment of stock.

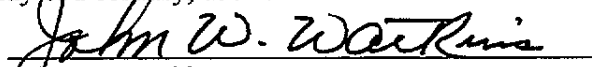
#### **ARTICLE X**

The Certificate of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and then approved at a stockholders' meeting by a majority of the stock entitled to vote therein, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of this Certificate of incorporation be made.

**ARTICLE XI**

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**IN WITNESS WHEREOF**, the undersigned subscriber has executed these articles of incorporation this 23 day of February, 1998.

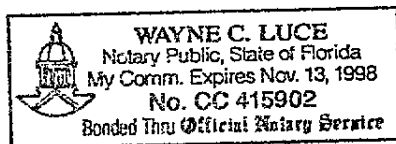
  
John W. Watkins


STATE OF FLORIDA)

COUNTY OF BREVARD )

BEFORE ME, a notary public authorized to take acknowledgments in the county and state set forth above, personally appeared John W. Watkins known to me and known by me to be the person who executed the foregoing articles of incorporation, and he acknowledged before me that he executed those articles of incorporation.

**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 23 day of February, 1998.



  
Notary Public, State of Florida at Large  
My Commission Expires:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED**

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Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

That LITTLE SCOTLAND, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at 531 Pine Tree Drive, City of Indialantic, County of Brevard, State of Florida, has named John W. Watkins, located at 531 Pine Tree Drive, City of Indialantic, County of Brevard, State of Florida, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

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 provision of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

By: John W. Watkins Date 23 Feb., 1998  
John W. Watkins  
Resident Agent