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Cabana Bay  
330 A1A North, Suite 201  
Ponte Vedra Beach, FL 32082  
(904) 273-5650

June 23, 1998

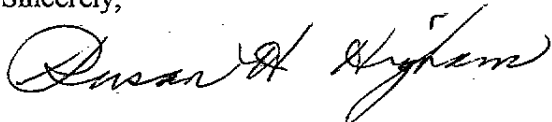
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\*\*\*131.25 \*\*\*131.25

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

Subject: CABANA BAY STORES, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$131.25 for the Filing Fee, Certified Copy, and Certificate.

Sincerely,



Susan H. Higham

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



## ARTICLES OF INCORPORATION

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

### Article I. Name

The name of the corporation shall be:

CABANA BAY STORES, INC.

### Article II. Principal Office

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

330 A1A North, Suite 201  
Ponte Vedra Beach, Florida 32082

### Article III. Shares

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

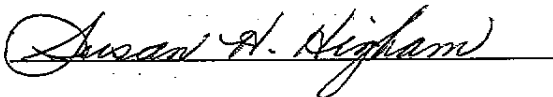
1,000,000 Shares of Common Stock  
1,000,000 Shares of Preferred Stock

### Article IV. Initial Registered Agent and Street Address

The name and address of the initial registered agent is:

Susan H. Higham  
330 A1A North, Suite 201  
Ponte Vedra Beach, Florida 32082

Having been named as the registered agent and to accept service of process for the above stated corporation at the place designated above, 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 obligations of my position as registered agent.



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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Articles of Incorporation  
CABANA BAY STORES, INC.  
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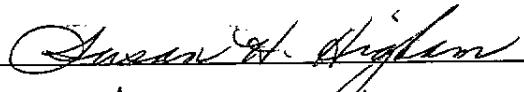
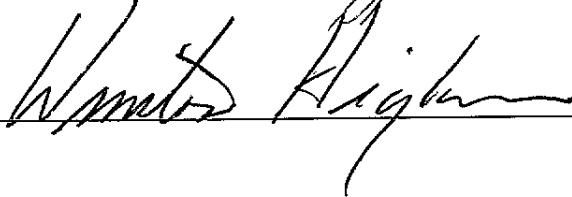
Article V. Incorporators

The names and addresses of the incorporators to these Articles of Incorporation are:

Susan H. Higham  
141 Indian Hammock Lane  
Ponte Vedra Beach, FL 32082

Winston Higham  
141 Indian Hammock Lane  
Ponte Vedra Beach, FL 32082

The undersigned incorporators have executed these Articles of Incorporation this Twenty-third day of June, 1998.

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

PURSUANT TO THE PROVISIONS OF SECTION 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 / REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

CABANA BAY STORES, INC.

2. The name and address of the registered agent and office is:

Susan H. Higham  
330 A1A North, Suite 201  
St. Augustine, Florida 32082

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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 obligations of my position as registered agent.

