

Thomas F. Rizzo, LL.M.  
Attorney At Law

P98000059062

June 29, 1998

Secretary Of State  
Division Of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

100002577151--9  
-07/01/98--01025--005  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Articles Of Incorporation  
Audubon Watch Co.

To Whom It May Concern:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for Audubon Watch Co. and a check in the amount \$122.50 representing the filing fees for same.

Please conform the copy and return the same to my office address provided below.

Thank you for your assistance.

Sincerely yours,



Thomas F. Rizzo, LL.M.

TFR/  
Enclosures

FILED  
98 JUL -1 PM 2:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2340 Periwinkle Way, J2 Sanibel Island, Florida 33957  
TEL (941) 395-0400 \* FAX (941) 395-0480

7-2-98

**ARTICLES OF INCORPORATION  
OF  
AUDUBON WATCH CO.**

FILED  
98 JUL -1 PM 3:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

**ARTICLE I. NAME**

The name of the corporation shall be AUDUBON WATCH CO. The address of the principal office of this corporation shall be: 630 Tarpon Bay Road, unit 2, Sanibel Island, Florida 33957 and the mailing address of the corporation shall be 630 Tarpon Bay Road, unit 2, Sanibel Island, Florida 33957.

**ARTICLE II. NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under laws of the United States, the State of Florida or any other state, county, territory or nation.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: one thousand (1,000) shares of stock with a par value of One Dollar (\$1.00).

**ARTICLE IV. ADDRESS**

The street address of the initial registered office of the corporation shall be: 2340 Periwinkle Way, J2, Sanibel Island, Florida 33957 and the name of the initial registered agent of the corporation is: Thomas F. Rizzo, whose address is the same.

**ARTICLE V. TERM OF EXISTENCE**

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

This corporation elects to have preemptive rights.

ARTICLE VII. SPECIAL PROVISIONS

It is the intent of the Incorporator that the corporation will qualify under Section 144 of the Internal Revenue Code.

ARTICLE VIII. INCORPORATOR

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

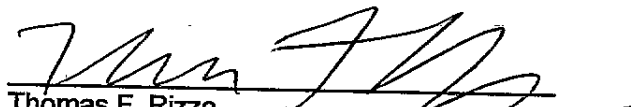
Thomas F. Rizzo  
2340 Periwinkle Way, Suite J-2 Sanibel Island, Florida 33957

IN WITNESS WHEREOF, the undersigned incorporator of AUDUBON WATCH CO. has hereunto set her hand and seal this 29th day of JUNE, 1998.

  
Thomas F. Rizzo

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Thomas F. Rizzo, having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent.

  
Thomas F. Rizzo

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