

CAPITAL CONNECTION, INC.

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 JUL 22 AM 10:44

P980000064271

Ms. Aile Bay, Inc

700002594967--1

-07/22/98--01021--031
*****70.00 *****70.00

Signature _____

Requested by: ces

Name _____

Date 7/22

Time 10:09

Walk-In _____

Will Pick Up _____

- ☒ Art of Inc. File photo
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- _____ Cert. Copy _____
- ☒ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC I or 3 File _____
- _____ UCC II Search _____
- _____ UCC II Retrieval _____
- _____ Courier _____

98 JUL 22 AM 10:31
DIVISION OF CORPORATIONS

RP
07-22-98

ARTICLES OF INCORPORATION
OF

MANILA BAY, INC.

FILED
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Article I - Name

The name of this corporation is MANILA BAY, INC.

Article II - Duration

This corporation shall exist perpetually, commencing on the date of filing.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue 6,000 shares of \$1.00 par value common stock.

Article V - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI - Initial Principal Office, Registered Agent, Acceptance

The street address of the initial principal office of this corporation is 111 Virginia Drive, Fort Walton Beach, FL 32548, and the name of the initial registered agent of this corporation at

that address is ROWENA TROMBETTA, who states she is familiar with and accepts the duties and responsibilities as registered agent for said corporation and her signature appears hereafter.

Article VII - Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws. The name and address of the initial directors of this corporation are:

PAUL TROMBETTA
111 Virginia Drive
Fort Walton Beach, FL 32548

ROWENA TROMBETTA
111 Virginia Drive
Fort Walton Beach, FL 32548

Article VIII - Incorporators

The name and address of the persons signing these Articles are as follow:

PAUL TROMBETTA
111 Virginia Drive
Fort Walton Beach, FL 32548

ROWENA TROMBETTA
111 Virginia Drive
Fort Walton Beach, FL 32548

Article IX - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

Article X - Shares of Stock

Shares of capital stock of this corporation shall be issued

initially to the following persons and in the amounts set opposite their name:

PAUL TROMBETTA -- 1,000 Shares
ROWENA TROMBETTA -- 1,000 Shares

Article XI - Indemnification

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

Article XIII - Restriction of Transferability of Stock

The shares of the capital stock of this corporation shall be issued initially as set forth in Article X. The shares held by the shareholders of this corporation may not be resold or otherwise transferred to any other person unless such shares are first offered to the remaining shareholders of the corporation, or to the corporation. The price and terms of which and the time within which such shares may be offered and sold shall be further specified in the By-Laws of this corporation.

Article XIV - Tax Article

It is the intent of this charter that the Directors may sell the capital stock of this corporation in accordance with the conditions of Section 1242-1244, inclusive, of the Internal Revenue Code.

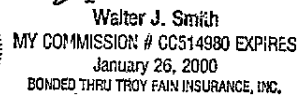
IN WITNESS WHEREOF the undersigned subscribers have executed these Articles of Incorporation this 21st day of July, 1998.

PAUL TROMBETTA, Subscriber

ROWENA TROMBETTA, Subscriber

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, this 21ST day of July, 1998, personally appeared PAUL TROMBETTA and ROWENA TROMBETTA, who are personally known to me, or who presented _____ as identification, and who did (did not) take an oath.

My Commission Expires:



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CLERK OF STATE
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98 JUL 22 AM 10:44

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED;

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted in compliance with said Act:

FIRST: That MANILA BAY, INC., a corporation duly
organized and existing under the laws of the State of Florida with
its principal office as indicated in the Articles of Incorporation
at: 111 Virginia Drive, Fort Walton Beach, FL 32548, has named
ROWENA TROMBETTA, 111 Virginia Drive, Fort Walton Beach, FL 32548,
as its agent to accept service of process for the above-named
corporation at the place designated in this Certificate.

SECOND: Having been named to accept service of process
for the above-named corporation at the place designated in this
Certificate, I hereby agree to act in this capacity and I further
agree to comply with the provisions of all statutes relative to the
proper performance of my duties.

Rowena D. Trombetta
ROWENA TROMBETTA,
Registered Agent

STATE OF FLORIDA
COUNTY OF OKALOOSA

Sworn to and subscribed before me by ROWENA TROMBETTA,
who is personally known to me, or who presented
as identification, and who did (did
not) take an oath, this 21st day of July, 1998.

Walter J. Smith
Notary Public
Typed Name.....



Walter J. Smith
MY COMMISSION # CC514980 EXPIRES
January 26, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

Commission No.
My Commission
Expires:
trombetta