900002605709-2 -08/03/9301100-019 *****122.50 *****122.50 *****122.50	CAPITAL CONNECTION, INC. 417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222 P9800006 Goung to Pot, Inc.	FILED SECRETARY OF STATE IN JISIUN OF CORPORATIONS 98 AUG - 3 PM 1:40 7589
Dissolution / Withdrawal	Requested by: $\frac{1}{100} \frac{8.3}{100} \frac{100}{100}$	-08/03/9901100019 *****122.50 Art of Inc. File

ARTICLES OF INCORPORATION 98 AUG - 3 PM 1:40

FII ED

OF

GOING TO POT, INC.

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

ARTICLE I: NAME

The name of the corporation is GOING TO POT, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 103 Simonton Street, Key West, FL 33040.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares having a par value of (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Edward W. Horan, 608 Whitehead Street, Key West, FL 33040.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is Phillip Hochberg, President & Director, 247 First Street, Key West, FL 33040; Michelle Shultis, Vice-President & Director, Box 21, Route 20, Nassau, NY 12123; and Joseph Hochberg, Secretary, Treasurer, & Director, Box 21, Route ______ 20, Nassau, NY 12123.

The undersigned has executed these Articles of Incorporation this 3rd day of August, 1998.

"Capital Connection, Inc. by Cheri Lyn Boucher, Client Representative"

Borcher

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE SECRETARY OF STATE OVISION OF CORPORATIONS 98 AUG -3 PM 1:40

FILED

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned 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:

GOING TO POT, INC.

2. The name and street address of the registered agent and office is: EDWARD W. HORAN

608 Whitehead Street Key West, FL 33040

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 DUTLES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.