

Ship Shape Service, Inc.

P.O. Box 1843

Windermere, FL 34786

September 15, 1998

Division of Corporations

Post Office Box 6327

Tallahassee, FL 32314

Articles of Incorporation – Ship Shape Celebration, Inc.

Dear Sir or Madam:

Enclosed please find our Articles of Incorporation for Ship Shape Celebration, Inc.

Should you have any questions please call me at (407) 924 7125

Sincerely,

David Moore
Registered Agent

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*****78.75 *****78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 21 PM 2:34

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 5, 1998

DAVID MOORE
P O BOX 1843
WINDERMERE, FL 34786

SUBJECT: SHIP SHAPE, CELEBRATION, INC.
Ref. Number: W98000022623

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We have received your document for SHIP SHAPE, CELEBRATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 098A00049457

**ARTICLES OF INCORPORATION
of
SHIP SHAPE, CELEBRATION, INC.**

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The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of Delaware, hereby adopt(s) the following Articles of Incorporation:

**ARTICLE I
CORPORATE NAME**

The name of this corporation is Ship Shape, Celebration, Inc..

**ARTICLE II
SHARES**

The total number of shares which the corporation shall have authority to issue is 100 shares of no par value stock.

**ARTICLE III
REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

David Moore
Ship Shape Service Inc.
6008 Raleigh Street #2306,
Orlando, Florida
Mailing Address:
P.O. Box 1843
Orange County
Windermere, Florida 34786

**ARTICLE IV
PURPOSE**

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

**ARTICLE V
DIRECTORS**

The names and residence addresses of the persons constituting the initial board of directors are:

Raffaello Sessoms
605 Market Street #250
Celebration, FL 34747

Lisa Sessoms
605 Market Street #250
Celebration, FL 34747

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

**ARTICLE VI
LIABILITY OF DIRECTORS**

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

ARTICLE VII OTHER PROVISIONS

Preemptive Rights. The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

Director or Officer Interest. In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

Stock Transfer Restriction. No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares may then be sold by the shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only within thirty (30) days from and after the date on which the corporation declines to exercise its option.

Corporate Seal. The corporation shall have no corporate seal.

Execution of Written Instruments. All instruments that are executed on behalf of the corporation which are acknowledged and which affect an interest in real estate shall be executed by the President or any Vice-President and the Secretary or Treasurer. All other instruments executed by the corporation, including a release of mortgage or lien, may be executed by the President or Vice-President. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the board of directors.

Certification

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.

Dr. Raffaello Sessoms

Raffael Sessoms, Incorporator

605 Market Street #250

Celebration, FL 34747

→ Raffaello Sessoms

David Moore
P.O. Box 1843,
Windermere, FL 34786

October 19, 1998

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

Dear Sir or Madam:

Ref: W98000022623 / Ship Shape, Celebration, Inc.

I hereby am familiar with and accept the duties and responsibilities as Registered Agent.

Sincerely,

A handwritten signature in black ink, appearing to be 'DM', enclosed within a large, loopy, oval-shaped scribble.

David Moore
Registered Agent

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DIVISION OF CORPORATIONS
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