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Richard C. Price III
2131 North Riverside Drive
Indialantic, FL 32903
Phone/Fax (407) 952-0328

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

December 28, 1998

State of Florida
Secretary of State
Division of Incorporations
P.O. Box 6327
Tallahassee, FL 32314

To Whom It May Concern:

Enclosed please find the Articles of Incorporation for Rich Price Surf Designs, Inc. to be filed with the State. I have enclosed my check in the amount of \$78.75 for the fees to file and to certify.

Sincerely,

Richard C Price III

Richard C. Price III

FILED
98 DEC 31 AM 10:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA

JAN 4 1999
[Signature]

ARTICLES OF INCORPORATION
OF
RICH PRICE SURF DESIGNS, INC.

FILED
98 DEC 31 AM 10:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned desiring to form a corporation for the purposes hereinafter stated under and pursuant to the laws of the State of Florida do hereby declare as follows:

ARTICLE I

NAME

The name of the Corporation shall be Rich Price Surf Designs, Inc.

ARTICLE II

BUSINESS AND PURPOSE

The nature of the business which may be transacted by this corporation is as follows:

This corporation may engage in any activity or business permitted under the laws of the State of Florida, and shall enjoy all the rights and privileges of a corporation granted by the laws of the State of Florida.

ARTICLE III

STOCK

The maximum number of stock shares which this corporation is authorized to have outstanding at any time shall be 5000 shares of common stock having a par value of \$1.00 per share. The capital stock may be paid for in property, labor or services at a just valuation, to be fixed by the incorporators or by the directors at a meeting called for such purposes or at the organizational meeting. Property, labor or services may be purchased or paid for with the capital stock at a just valuation of said property, to be fixed by the directors of the company. Stock in other corporations or going business may be purchased by the corporation, in return for the issuance of its capital stock, and said purchases shall be on such basis and for such consideration as the issuance of so much of the capital stock as the directors of the company may decide.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall have a perpetual existence unless sooner dissolved according to law.

ARTICLE V
PRINCIPAL OFFICE

The principal office or place of business of the corporation shall be located at 2131 North Riverside Drive, Indialantic, FL 32903, with privilege of having its offices and branch offices at other places within or without the State of Florida.

ARTICLE VI
REGISTERED OFFICE AND REGISTERED AGENT

The Registered Agent of this Corporation shall be a resident of Brevard County, State of Florida and the registered office of the Corporation shall be 2131 North Riverside Drive, Indialantic, FL 32903.

ARTICLE VII
BOARD OF DIRECTORS

The affairs of the Corporation shall be conducted by a board of not less than one and not more than seven directors.

ARTICLE VIII
INITIAL DIRECTORS

The names and street addresses of the first Board of Directors, who, subject to the provisions of these Articles of Incorporation, shall hold office for the first year of the Corporation's existence or until their successors are elected and shall have qualified are the following:

<u>NAME</u>	<u>ADDRESS</u>
Richard C. Price III	2131 North Riverside Drive Indialantic, FL 32903

Kathleen W. Price	2131 North Riverside Drive Indialantic, FL 32903
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ARTICLE IX
SUBSCRIBERS

The name and street addresses and numbers of shares of stock subscribed to by each person signing these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
Richard C. Price III	2131 North Riverside Drive Indialantic, FL 32903	500

ARTICLE X

ASSIGNMENT OF SUBSCRIPTION RIGHTS

The original incorporators of the corporation shall have the right upon its organization, to assign and deliver their subscriptions of stock to any other person or to firms or coporations who may hereafter become subscribers to the capital stock of the corporation who, upon acceptance of such assignment, shall stand in lieu of the original incorporators, and assume and carry out all the rights, liabilities and duties entailed by said subscription subject to the laws of the State of Florida, and the execution of the necessary instruments of assignment.

ARTICLE XI

INITIAL OFFICERS

The names, offices and street addresses of the firms officers of this Corporation, who, subject to the provisions of these Articles of Incorporation shall hold office for the first year of the Corporation's existence or until their successors are elected and shall have qualified are the following:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Richard C. Price III	President	2131 North Riverside Dr.
	Treasurer	Indialantic, FL 32903
Kathleen W. Price	Vice President	2131 North Riverside Dr.
	Secretary	Indialantic, FL 32903

ARTICLE XII

INDEMNIFICATION OF OFFICERS AND DIRECTORS

This Corporation shall indemnity and insure its officers and directors the fullest extent permitted by law either now or hereafter. IN WITNESS WHEREOF, I have made, subscribed and acknowledged these Articles of Incorporation on the day of 1998.

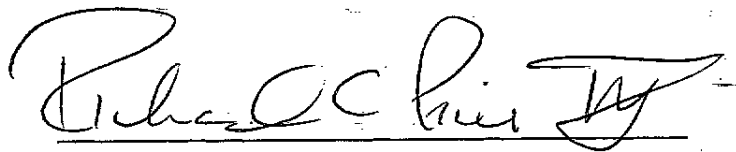


Richard C. Price III

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

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

First: Stated Corporation, Rich Price Surf Designs, Inc. desiring to
organize under the laws of the State of Florida, with its principal
office, as indicated in the Articles of Incorporation at the City of
Indialantic, State of Florida, has named Richard C. Price III located
at 2131 North Riverside Drive, Indialantic, FL 32903, as its agent to
accept service of process within this State. Having been named to
accept service of process for the above stated Corporation, at place
designated in this Certificate I hereby accept to act in this capacity
and agree to comply with the provisions of said Act relative to
keeping open said office.



Richard C. Price III
Registered Agent

FILED
98 DEC 31 AM 10:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA

COUNTY OF Okaloosa

On this day, before me, an officer duly authorized to administer oaths and take acknowledgements in the County and State aforesaid personally appeared RICHARD C. PRICE III to me well known to be the Incorporator described in and who executed the foregoing Articles of Incorporation of RICH PRICE SURF DESIGNS, INC. and who acknowledged that he executed the same as such incorporator for the purpose therein expressed.

Type of I.D. Shown: Drivers License

WITNESS my hand and seal at

Okaloosa County, State of Florida on this 29 day of December, 1998.

ANGELA R. MOODY
Notary Public - State of Florida
My Commission Expires Oct. 1, 2001
Commission # CC 684904

Angela R. Moody
Notary Public
State of Florida