

P99000002897

1160 N. Waterway Drive
Barefoot Bay, FL 32976
Phone 561-664-7639
December 20, 1998

Not correct
SOULE' ASSOCIATES

Bureau of Corporate Records
P O Box 6327
Tallahassee, FL 32314

Gentlemen:

Please review and record the attached Articles of Incorporation
for Maria Elana Allstott. The name of the Corporation is BAG LADY, INC.

A check for \$70.00 to cover the fee is enclosed. Please return
one copy of the Articles to the above address. Thank you for your
cooperation with this request.

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-12/18/98--01058--007
*****70.00 *****70.00

B.R. Soule

B. R. Soule'

Enc: Two copies of Articles of Incorporation for
Bag Lady, Inc.

561-664-7639

CAVE
AUTHORIZATION BY PHONE TO
C. NOT *Cap Anne*
U.S. DEPT. OF COMMERCE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JAN 11 PM 3:46

FILED

66-11-5



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 22, 1998

SOULE ASSOCIATES
BENJAMIN SOULE
1160 N. WATERWAY DR.
BAREFOOT BAY, FL 32976

SUBJECT: BAG LADY, INC.
Ref. Number: W98000028533

We have received your document for BAG LADY, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6930.

Carolyn Batten
Document Specialist

Letter Number: 798A00059946

ARTICLES OF INCORPORATION
OF
THE SHADY BAG LADY, INC.

ARTICLE I

NAME:

The name of this corporation is:
THE SHADY BAG LADY, INC.

ARTICLE II

DURATION:

This corporation shall exist perpetually.

ARTICLE III

PURPOSE:

This corporation is organized to engage in any enterprise calculated or designed to be profitable to this corporation.

ARTICLE IV

CAPITAL STOCK:

This corporation is authorized to issue 10,000 shares of \$.10 par value common stock, which shall be designated "common shares".

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT:

The Registered Office of this corporation shall be located at 1160 N. Waterway Drive, Barefoot Bay, Florida 32976.

The Initial Registered Agent of this corporation is Benjamin R. Soule'.

ARTICLE VI

DIRECTORS:

This corporation shall be managed by the shareholders of the corporation. There shall be no directors and the responsibilities and duties attributed to the directors shall be vested in the shareholders of the corporation.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII

INCORPORATOR:

The name and address of the person signing these articles is:

Maria Elana Allstott
1160 N. Waterway Drive
Barefoot Bay Florida 32976

ARTICLE VIII

BY-LAWS:

The power to adopt, amend, or repeal by-laws shall be vested in the shareholders.

ARTICLE IX

POWERS:

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act as amended.

ARTICLE X

AMENDMENT:


This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI

SMALL BUSINESS AUTHORIZATION:

The stockholder of this corporation is authorized to institute a plan pursuant to Section 1362 of the Internal Revenue Code, and do all things necessary to entitle the corporation and the shareholders to the benefit of said section.

INCORPORATED this 6 day of JANUARY, 1999


Subscriber-Maria Elana Allstott

1-6-99

STATE OF FLORIDA

County of *Indian River*
BREVARD

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared BAG LADY, INC. who executed the foregoing Articles of Incorporation. CALF. DR. # *PO862155*

Janice M. Kuhns



ACCEPTANCE OF REGISTERED AGENT:

I hereby accept the appointment as resident agent of *THE SHADY*
BAG LADY, INC.

Benjamin R. Soule
Benjamin R. Soule

FILED
99 JAN 11 PM 3:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA