

ATTORNEY AT LAW

JAMES C. BARTH

January 29, 1999

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P99000010582

Florida Department of State
Division of Corporations
New Filing Section
Post Office Box 6327
Tallahassee, FL 32314

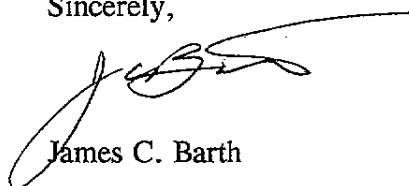
RE: Baum Management, Inc.

500002760955--6
-02/01/99--01139--011
*****78.75 *****78.75

To Whom It May Concern:

Enclosed are the original Articles of Incorporation for Baum Management, Inc., together with the acceptance of Teresa Baum as Registered Agent. Also enclosed is a check in the amount of \$78.75 to cover the costs of incorporation. Feel free to call me if you have any questions.

Sincerely,


James C. Barth

JCB:cab

Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 FEB - 1 AM 10:47

FILED

CB
2-3-99

ARTICLES OF INCORPORATION
OF
BAUM MANAGEMENT, INC.

FILED
99 FEB - 1 AM 10:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is Baum Management, Inc.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose is to operate retail specialty shops and/or any business as permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The corporation shall have authority to issue One Hundred (100) shares of common stock, all of one class, One Dollar (\$1.00) par value.

ARTICLE V

The address of its principal office is P. O. Box 1695, Santa Rosa Beach, Florida 32459.

ARTICLE VI

The address of its initial Registered Office is 160 Myrtle Drive, Santa Rosa Beach, Florida 32459, and the name of its initial Registered Agent at said address is Teresa Baum.

I hereby accept the appointment as Registered Agent and am familiar with the duties and responsibilities as Registered Agent of said corporation.


TERESA BAUM

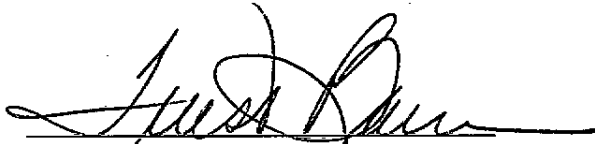
ARTICLE VII

The number of directors constituting its initial Board of Directors is one, whose name and address is Teresa Baum, 160 Myrtle Drive, Santa Rosa Beach, Florida 32459.

ARTICLE VIII

The name and address of the incorporator is Teresa Baum, 160 Myrtle Drive, Santa Rosa Beach, Florida 32459.


The undersigned incorporator has executed these Articles of Incorporation this 29 day of January 1999.


TERESA BAUM
Incorporator

STATE OF FLORIDA
COUNTY OF WALTON

BEFORE ME the undersigned authority, personally appeared TERESA BAUM who is personally known to me and who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and she did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, at 30 South Shore Drive, Destin, in said County and State this 29th day of January, 1999.


Notary Public, State of Florida



Sycondia J. Barth
MY COMMISSION # CC719548 EXPIRES
April 11, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

FILED
99 FEB -1 AM 10:47
TALAHASSEE, FLORIDA
SECRETARY OF STATE