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1999 JUL 15 PM 3:42

ARTICLES OF INCORPORATION

TALLAHASSEE, FLORIDA

OF

SANCTUARY SKATE PARK-FORT MYERS, INC.

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act, Florida Statutes, Section 607, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation shall be:

SANCTUARY SKATE PARK-FORT MYERS, INC.

The principal place of business is 1303 Solana Road, Naples, Fl. 34103.

ARTICLE II - DURATION

The existence of this corporation shall commence with the filing of these articles. The term of existence of this corporation is perpetual.

ARTICLES III - PURPOSE

The purpose is to engage in any and all business activities permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of one class, \$1.00 par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent and office of this corporation is as follows:

LINDA RICE
1303 Solana Road
Naples, Florida 34103

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time in accordance with the Bylaws.

The name and address of the initial directors of this corporation is:

LINDA RICE
1303 Solana Road
Naples, Fl. 34103

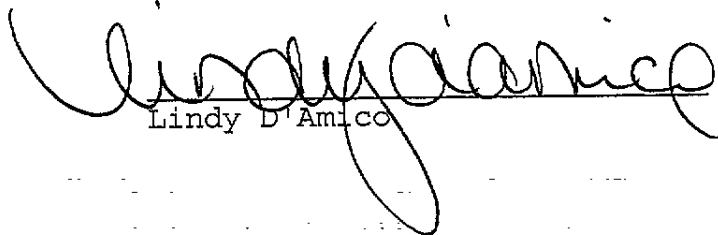
LINDY D'AMICO
1303 Solana Road
Naples, Fl. 34103

ARTICLE VII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is:

LINDY D'AMICO
1303 Solana Road
Naples, Florida 34103

IN WITNESS WHEREOF, I have subscribed my name this 14th day of July, 1999.


Lindy D'Amico

STATE OF FLORIDA
COUNTY OF COLLIER

On this _____ day of July, 1999, before me, a Notary Public, the undersigned officer, personally appeared Lindy D'Amico, to me known to be the person whose name is subscribed to the within instrument and he acknowledged that he executed the same for the purpose contained therein. He is personally known to me.

IN WITNESS WHEREOF, I hereby set my hand and official seal.


Notary Public

(SEAL)

My Commission Expires:



APPOINTMENT OF RESIDENT AGENT

STATE OF FLORIDA
DEPARTMENT OF STATE

Certificate designating place of Business or Domicile for the Service of Process within this State, naming Agent upon whom process may be served and names and addresses of the Officers and Directors.

SANCTUARY SKATE PARK-FORT MYERS, INC., a corporation under the laws of the State of Florida, with its principal office at 1303 Solana Road, Naples, Fl. 34103, named LINDA RICE, 1303 Solana Road, Naples, Fl. 34103 as its resident agent to accept service of process within this State.

OFFICERS

NAMES

PRESIDENT
SECRETARY
TREASURER

LINDA RICE
LINDY D'AMICO
LINDY D'AMICO

DIRECTORS

LINDA RICE: 1303 Solana Road
Naples, Fl. 34103

LINDY D'AMICO: 1303 Solana Road
Naples, Fl. 34103

TALLAHASSEE, FLORIDA

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DATED: July 14, 1999.

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process; to keep the office open during prescribed hours; to pose my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.

L. R.
LINDA RICE