KATHLEEN REYNOLDS

Kathleen Reynolds, Esq.

305 Main Street Destin, FL 32541 (850) 837-3340 FAX (850) 837-3317

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July 16, 1999

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Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation of Fancy Tomato Productions, Inc.

Dear Sir/Madam:

Enclosed please find the original Articles of Incorporation for the above-referenced corporation. Also enclosed is a check in the amount of \$70.00 representing the filing fee. Please return the extra copy stamped with the filing in the enclosed self-addressed stamped envelope.

Thank you for your assistance in this regard. Should you have any questions or need additional information, please do not hesitate to contact me.

Sincerely,

KATHLEEN REYNOLDS

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KR:ah Enclosures

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ARTICLES OF INCORPORATION

OF

FANCY TOMATO PRODUCTIONS, INC.

ARTICLE I - NAME

The name of this corporation is Fancy Tomato Productions, Inc.

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing on the date of filing.

ARTICLE III - PRINCIPAL OFFICE

The principal place of business of this corporation shall be:

215 Quincy Circle

Seaside, Florida 32459

The mailing address of this corporation shall be:

Post Office Box 2487

Seaside, Florida 32459

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Thousand Shares of One Dollar (\$1.00) par value common stock, which shall be designated "common shares".

ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent of this corporation is: Patricia Anne Alley, 215 Quincy Circle, Seaside, Florida 32459.

SECHETARY OF STATE

ARTICLE VI - INCORPORATORS

The name and address of the person signing these articles is: Patricia Anne Alley, 215 Quincy Circle, Seaside, Florida 32459.

ARTICLE VII - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE VIII - ACTION WITHOUT A MEETING

The directors of this corporation may take action by written consent, as provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles Of Incorporation this 14 day of July, 1999.

PATRICIA ANNE ALLEY, INCORPORATOR

STATE OF FLORIDA COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this it day of July, 1999 by PATRICIA ANNE ALLEY, who is personally known to me or who has produced as identification and acknowledged and declared that she executed the same for the uses and purposes therein set forth.

NOTARY PUBLIC My Commission Expires:_____



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submit the following statement designating the registered agent/registered office in the State of Florida.

- 1. The name of the corporation is: Fancy Tomato Productions, Inc.
- 2. The name and address of the registered agent is Patricia Anne Alley, 215 Quincy Circle, Seaside, Florida 32459. The address of the principal office is 215 Quincy Circle, Seaside, Florida 32459.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position.

DATED this 14 day of July, 1999.

PATRICIA ANNE ALLEY

Registered Agent

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