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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Flag Westport, Inc.

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- FILED**
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TALLAHASSEE, FLORIDA
SECRETARY OF STATE
- ☒ Art of Inc. File
☐ LTD Partnership File
☐ Foreign Corp. File
☐ L.C. File
☐ Fictitious Name File
☐ Trade/Service Mark
☐ Merger File
☐ Art. of Amend. File
☐ RA Resignation
☐ Dissolution / Withdrawal
☐ Annual Report / Reinstatement
☒ Cert. Copy
☐ Photo Copy
☐ Certificate of Good Standing
☐ Certificate of Status
☐ Certificate of Fictitious Name
☐ Corp Record Search
☐ Officer Search
☐ Fictitious Search
☐ Fictitious Owner Search
☐ Vehicle Search
☐ Driving Record
☐ UCC 1 or 3 File
☐ UCC 11 Search
☐ UCC 11 Retrieval
☐ Courier
- RECEIVED**
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TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

T BROWN AUG 19 1999

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

ARTICLES OF INCORPORATION

OF

FLAG WESTPORT, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We the undersigned, hereby make, subscribe, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, providing for the formation and liabilities, rights, powers, privileges and immunities of a corporation for profit, and I hereby certify:

ARTICLE I

The name of the Corporation shall be: **FLAG WESTPORT, INC.**

ARTICLE II

This Corporation shall have perpetual existence commencing on the date of the filing of the Articles with the Department of State.

ARTICLE III

The general purpose of the corporation will be to own, acquire and operate various business operations. To include retail and wholesale purchase, exchange and sale of any and all items involved in such business. To engage in any lawful business under of the laws of the State of Florida.

ARTICLE IV

This Corporation is authorized to issue 1,000 shares at (\$1.00) Dollar Par Value, which shall be designated as "Common Stock".

ARTICLE V

Every shareholder, upon the sale for cash of any new stock of this Corporation, shall have the right to purchase his/her prorata of share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

The location of the principal office of this Corporation in the State of Florida is 55 Spoonbill Road, Manalapan, Florida 33462.

ARTICLE VII

The street address of the initial registered office of this Corporation is 7301 South Dixie Highway, West Palm Beach, Florida 33405, and the name of the initial registered agent of this Corporation at the address is **H. BRYANT SIMS, ESQUIRE.**

ARTICLE VIII

This Corporation shall have two directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the Bylaws, however, there shall never be less than one Director. The name and address of the initial Board of Directors are:

RICHARD KENNEDY, 55 Spoonbill Road, Manalapan, Florida 33462

SHIRLEY KENNEDY, 55 Spoonbill Road, Manalapan, Florida 33462

ARTICLE IX

The name and address of the Incorporator signing these Articles is: _____

H. BRYANT SIMS, ESQUIRE
7301 South Dixie Highway
West Palm Beach, Florida 33405

ARTICLE X

The Officers of the Corporation shall be:

RICHARD KENNEDY - PRESIDENT, VICE PRESIDENT

SHIRLEY KENNEDY - SECRETARY, TREASURER

ARTICLE XI

This Corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE XII

This Corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

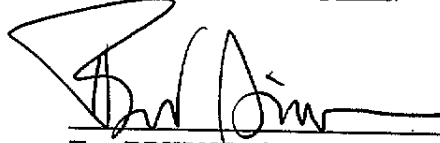
ARTICLE XIII

This Corporation reserves the right to amend, alter, change or repeal any provision contained in the Articles of Incorporation, or any amendment hereto, by majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred

upon the shareholders is subject to this reservation.

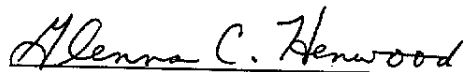
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 18th day of August, 1999.



H. BRYANT SIMS, ESQUIRE

STATE OF FLORIDA)
) ss:
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared, H. BRYANT SIMS who produced as identification Florida Driver's License, known to me and by me to be the person who executed the above Articles of Incorporation, for the purposes therein expressed, this 18th day of August, 1999.



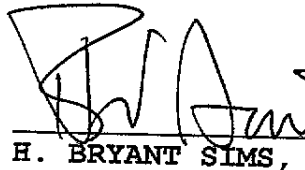
GLENN C. HENWOOD

NOTARY PUBLIC

MY COMMISSION EXPIRES:

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and further agree to comply with the provisions of all statutes relative to the proper performance of my duties. Dated this 18th day of August, 1999.



H. BRYANT SIMS, ESQUIRE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA