

P99000082213

SUSAN M. DUNAWAY
1411 DAVIS DRIVE
FORT MYERS, FLORIDA 33919

September 8, 1999

Florida Department of State
ATTN: Domestic Charter Section
409 E. Gaines Street
Tallahassee, Florida 32399

600002985306-0
-09/13/99-01105-005
*****78.75 *****78.75

Re: Back Country Collections, Inc.

Dear Sir or Madam:

Enclosed herein please find Articles of Incorporation to be filed regarding the above referenced profit corporation. My check in amount of \$78.75 is enclosed herein to cover your fees as follows:

\$35.00 - filing fee
8.75 - certified copy
35.00 - registered agent registration
\$78.75 - total

Should additional funds be required, please advise and I will immediately remit. A self-addressed, postage prepaid envelope is enclosed for your convenience in returning the certified copy.

Very truly yours,

Susan M Dunaway
Susan M. Dunaway

/smd
Enclosures

FILED
99 SEP 13 AM 10:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

156/17/00

ARTICLES OF INCORPORATION
OF
BACK COUNTRY COLLECTIONS, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, being a duly incorporated Florida corporation, competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I

NAME: The name of this corporation is BACK COUNTRY COLLECTIONS, INC., and the address of the principal office is 1411 Davis Drive, Fort Myers, Florida 33919.

ARTICLE II

NATURE OF BUSINESS: The corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE III

CAPITAL STOCK: The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred (100) shares of ONE DOLLAR (\$1.00) par value common stock. The consideration to be paid for each share shall be fixed by the Board of Directors from time to time.

ARTICLE IV

INITIAL CAPITAL: The amount of capital with which the corporation will begin business is One Hundred Dollars (\$100.00).

ARTICLE V

TERM OF EXISTENCE: This corporation shall have perpetual existence.

ARTICLE VI

TAXATION: It is intended that this corporation shall file for taxation under Subchapter S provision of the Internal Revenue Code.

ARTICLE VII

SMALL BUSINESS STOCK: It is intended that this corporation shall issue its stock under Section 1361(b)(3)(B) of the Internal Revenue Code of 1954 as amended, as a qualified Subchapter S corporation.

ARTICLE VIII

INITIAL REGISTERED AGENT AND OFFICE: The street address of the initial principal office of this corporation is 1411 Davis Drive, Fort Myers, Florida 33919, and the name of the initial registered agent of this corporation is SUSAN M. DUNAWAY.

Having been named to accept service of process for BACK COUNTRY COLLECTIONS, INC., I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

ACCEPTED BY: Susan M Dunaway
SUSAN M. DUNAWAY

ARTICLE IX

DIRECTORS: The number of Directors shall be ^{one} initially. The number of Directors may be increased or diminished from time to time by the By-Laws adopted by the Shareholders.

ARTICLE X

INITIAL DIRECTORS: The names and addresses of the initial Directors, who, subject to the By-Laws of the Corporation, shall

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TALLAHASSEE, FLORIDA

hold office for the first year of existence of this Corporation or until his or her successor is elected and has qualified are:

NAMES AND ADDRESSES

OFFICE

SUSAN M. DUNAWAY
1411 Davis Drive
Fort Myers, Florida 33919

President

SUBSCRIBER: The names and addresses of the Subscriber to these Articles of Incorporation are as follows:

NAMES AND ADDRESSES

SHARES

SUSAN M. DUNAWAY
1411 Davis Drive
Fort Myers, Florida 33919

100

ARTICLE XI

EFFECTIVE DATE: These Articles of Incorporation shall be effective upon approval by the Secretary of State of the State of Florida.

ARTICLE XII

AMENDMENT: These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Shareholders and approved at a shareholders' meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and all of the Shareholders sign a written statement manifesting their intention that a certain amendment to the Articles of Incorporation be made.

IN WITNESS WHEREOF, I have hereunto set my hand and seal,
acknowledged and filed the foregoing Articles of Incorporation,
under the laws of the State of Florida, this 8th day of
September, 1999.

BACK COUNTRY COLLECTIONS, INC.
a Florida corporation

Marleen J. Hewins
Witness

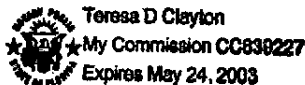
By: Susan M. Dunaway
SUSAN M. DUNAWAY, PRESIDENT

Susan M. Peters
Witness

STATE OF FLORIDA)
) S
COUNTY OF LEE)

The foregoing instrument was acknowledged before me
this 8th day of September, 1999 by SUSAN M. DUNAWAY, who is
personally known to me or who has produced (SEAL)
(type of identification).

(SEAL)



Teresa D. Clayton
Notary Public
Print Name: TERESA D. CLAYTON
Commission No. _____
My Commission Expires: _____

