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Mark Toby Lyons
51 NE 10th Street
Pompano Beach, Florida 33060
(954)943-4996

FILED
00 JUL 31 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 28, 2000

Mr. John Nedeau
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32309

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*****70.00 *****70.00

RE: Toby's Corporation, Inc.

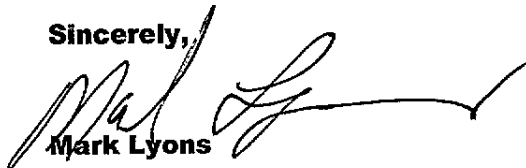
Dear Mr. Nedeau

Enclosed please find two copies of executed Articles of Incorporation for
Toby's Corporation, Inc. .

Additionally, please find a check in the amount of \$70.00 which represents the
filing fee and the registered agent designation.

Thank you in advance for the processing of these documents.

Sincerely,


Mark Lyons

Toby Lyons Corporation, Inc.

Mark Lyons GAVE
AUTHORIZATION BY PHONE TO
CORRECT Art I
DATE 8-3-00
DOC. EXAM BR

B BROWN AUG - 3 2000

ARTICLES OF INCORPORATION

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TALLAHASSEE, FLORIDA

The undersigned, a natural person competent to contract, for the purpose for forming a corporation under the Florida General Corporation Act hereby adopts the following Articles of Incorporation:

Article 1 - Name

The name of the corporation is:

Toby Lyons Corporation, Inc.

ARTICLE 11 - DURATION

The term of existence of the corporation is perpetual.

ARTICLE 111 - PURPOSE

The corporation shall be engaged in any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 7,500, all of which shall be common shares with par value of \$1.00 per share. There shall be no cumulative voting.

ARTICLE V - PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued of treasury shares.

ARTICLE VI - REGISTERED OFFICE

The street address of the initial registered office of the corporation is:

c/o Mark Toby Lyons
51 NE 10th Street
Pompano Beach, Fl 33060

and the name of the initial registered agent at such address is:

Mark Toby Lyons

ARTICLE VII - PRINCIPAL OFFICE

The initial street address of the principal office of the corporation in the State of Florida is:

51 NE 10th Street
Pompano Beach, Florida 33060

The Board of Directors may, from time to time, move the principal office to any other address.

ARTICLE VIII - DIRECTORS

8.01 The corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by bylaws adopted by the stockholders, but shall never be less than one (1).

8.02 The names and addresses of the members of the first Board of Directors are:

Mark Toby Lyons
51 NE 10th Street
Pompano Beach, FL 33060

The above directors of the corporation shall serve until their successors are elected and qualified to serve, pursuant to the corporation's bylaws.

ARTICLE IX - AMENDMENTS

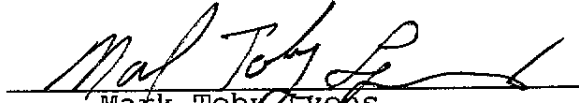
This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

ARTICLE X - INCORPORATOR

The name and address of the incorporator is;

NAME	ADDRESS
Mark Toby Lyons	51 NE 10th Street Pompano Beach, FL 33060

IN WITNESS WHEREOF, the undersigned has set his signature and seal as a subscriber of Toby Lyons Corporation, Inc. and has acknowledged and filed in the office of the Department of the State of Florida these Articles of Incorporation, this 28th day of July, 2000.


Mark Toby Lyons

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TALLAHASSEE, FLORIDA

CERTIFICATE OF REGISTERED AGENT

OF

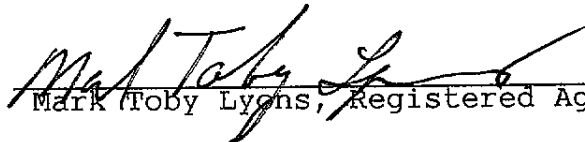
Toby Lyons Corporation, Inc.

Pursuant to Chapter 48.091, Florida statutes, the following is submitted in compliance with said Act:

Toby Lyons Corporation, Inc., a corporation organizing under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the city of Pompano Beach, Broward County, has named Mark Toby Lyons located at 51 NE 10th Street, Pompano Beach, CITY OF Broward State of Florida, as its registered agent to accept service of process with this state.

ACCEPTANCE

I agree as Registered Agent to accept service of process; to keep office open during prescribed hours, to post my name in some conspicuous place in office as required by law.


Mark Toby Lyons, Registered Agent