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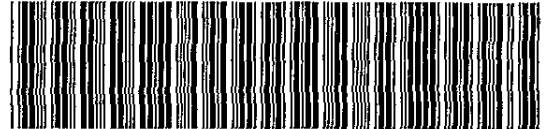
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4-20-04

*Zacur & Graham, P.A.*  
*Attorneys and Counselors at Law*

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PETER D. GRAHAM\*  
\*BOARD CERTIFIED  
REAL ESTATE ATTORNEY

April 8, 2004

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: PROPER TEES, INC.

Dear Sir/Madam:

Enclosed please find the original Articles of Incorporation and one (1) copy for the above-referenced corporation.

Please file the enclosed Articles and return a certified copy to me. I have also enclosed my firm's check in the amount of \$78.75 to cover the filing and certified copy fee.

Thank you for your assistance.

Yours truly,

ZACUR & GRAHAM, P.A.

Richard A. Zacur, Esquire

RAZ/st

Enclosures

**ARTICLES OF INCORPORATION**

**OF**

**PROPER TEES, INC.**

The undersigned subscriber, a natural person competent to contract for the purpose of forming a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation for such corporation.

**ARTICLE I**

**(NAME)**

The name of the corporation shall be PROPER TEES,

**ARTICLE II**

**NATURE OF BUSINESS**

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE III**

**CAPITOL STOCK**

The total number of shares of stock which the corporation shall have to issue is 5,000 shares, which shall be divided into 5,000 shares of common stock with par value of \$1.00 per share.

**ARTICLE IV**

**TERM OF EXISTENCE**

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2004 APR 12 A 10 16  
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TALLAHASSEE, FLORIDA

The corporation shall have perpetual existence, unless dissolved in a manner provided by law.

#### ARTICLE V

##### INITIAL REGISTERED OFFICE AND PRINCIPAL OFFICE OF CORPORATION

The address of the initial registered office of this corporation is 6438 2nd Avenue North, St. Petersburg, Florida 33710, and the name of the initial registered agent of this corporation at that address is Randall S. Aebersold. The principal office address of the corporation shall be 6438 2nd Avenue North, St. Petersburg, Florida 33710.

#### ARTICLE VI

##### DIRECTORS

The names and post offices of the original directors, subject to the provisions of the certificate of incorporation, bylaws of the corporation, and the laws of the State of Florida, shall hold office for the first year of the corporation's existence or until their successor are elected and have qualified, are as follows:

President:	Randall S. Aebersold 6438 2nd Avenue North St. Petersburg, Florida 33710
Vice-President:	Marybeth Aebersold 6438 2nd Avenue North St. Petersburg, Florida 33710

The corporation shall have two (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than One nor more than Seven.

#### **ARTICLE VII**

##### **ORIGINAL SUBSCRIBERS AND INCORPORATORS**

The names and addresses of the original subscribers and incorporators are:

Randall S. Aebersold  
6438 2nd Avenue North  
St. Petersburg, Florida 33710

Marybeth Aebersold  
6438 2nd Avenue North  
St. Petersburg, Florida 33710

#### **ARTICLE VIII**

##### **REGISTERED AGENT**

In pursuance of Chapter 48.091 Florida Statutes, the following is submitted in compliance with said Act:

That PROPER TEES, INC., desiring to organize under the Laws of the State of Florida, with its registered office as indicated in these Articles of Incorporation, in the City of St. Petersburg, County of Pinellas, State of Florida, has named Randall S. Aebersold, 6438 2nd Avenue North, St. Petersburg, Florida 33710, as its registered agent to accept service of process within this

state.

## ARTICLE IX

### MISCELLANEOUS

A. The corporation shall have a lien on all shares of stock for any sum or amount due by the holder thereof to the corporation. No transfer of shares of stock shall be valid or binding until all debts due by the stockholder to the corporation shall have been fully paid and until the transfer has been duly entered upon the books of the corporation.

B. The power to make or change the bylaws of and for the corporation shall be vested solely in the holders of the common stock and it shall take action by holders of all of the stock issued and outstanding to change them.

C. This corporation shall begin corporate existence on the date of filing of these Articles of Incorporation with the Secretary of State.

IN WITNESS WHEREOF, the undersigned subscribing incorporator, have hereunto set his hand and seal this 7th day of April, 2004, for the purpose of forming this corporation under the laws of the State of Florida, and I hereby make and file in the office of the Secretary of State in the State of Florida these Articles of Incorporation and certify that the facts herein stated are true.

Signed, sealed and delivered  
in the presence of:

Charlene C. Feltz  
Witness

Randall S. Aebersold  
Randall S. Aebersold

Dore S. Wallace  
Witness

Charlene C. Feltz  
Witness

Marybeth Aebersold  
Marybeth Aebersold

Dore S. Wallace  
Witness

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this  
7<sup>th</sup> day of ~~March~~ <sup>April</sup>, 2004, by Randall S. Aebersold and Marybeth  
Aebersold, who are personally known to me or who has produced FL. Drivers License / FL. Drivers License as identification and  
who did take an oath and depose and say that they executed the  
foregoing Articles of Incorporation for the purpose therein  
expressed.

Witness my hand and official seal this 7<sup>th</sup> day of ~~March~~ <sup>April</sup>, 2004.

Crystal GnidoVec  
Notary Public

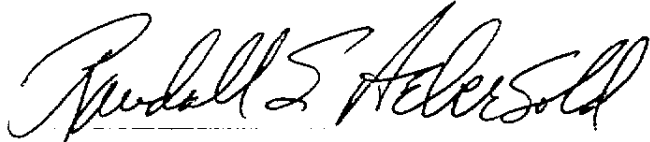
My Commission Expires:

\_\_\_\_\_  
Notary Name Typed/Printed

CRYSTAL GNIDOVEC  
Notary Public, State of Florida  
My comm. exp. Apr. 16, 2005  
Comm. No. DD 005845

**REGISTERED AGENT ACKNOWLEDGMENT**

Having been named to accept service of process for the above-stated corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.



Randall S. Aebersold  
Registered Agent

**FILED**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA