

FILED

Robert A. Levy
1492 Spear Street
Port Charlotte, FL 33948

95 JUL 17 PM 4:05

TALLAHASSEE, FLORIDA

P95000055252

July 11, 1995

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

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

To Whom it May Concern:

Enclosed is a check for \$70.00 to cover the filing fees
of Sun Flea Market, Inc. Please return the acknowledgment of
incorporation to the above address.

Thank you.

Robert A. Levy
Robert A. Levy
Registered Agent

*NOV 7
7-18-95*

ARTICLES OF INCORPORATION

OF

SUN FLEA MARKET, INC.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, in order to form a business corporation under the laws of the State of Florida hereby certifies as follows:

1. The name of the corporation is

Sun Flea Market, Inc.

2. The duration of the corporation shall be perpetual.

3. The general purpose or purposes for which the corporation is initially organized is the operation of a flea market and to transact any and all business allowed by law in the State of Florida.

4. The aggregate number of shares which the corporation shall have authority to issue is One Thousand (1,000), all of which are classified as Common Stock with a par value of One Dollar (\$1.00) per share.

5. The address and mailing address of the principal place of business of the corporation is 18505 Paulson Drive, Port Charlotte, FL 33954. The address and mailing address of the initial registered office is 1492 Spear Street, Port Charlotte, FL 33948. The registered agent at that address is Robert A. Levy.

6. The number of directors constituting the initial Board of Directors shall be Three (3); and the name and address of each person who is to serve as a director until the first meeting of shareholders or until his successor be elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
Kenneth D. Levy	22901 Bayshore Rd. Charlotte Harbor, FL 33980
Berinda Levy	22901 Bayshore Rd. Charlotte Harbor, FL 33980
Robert A. Levy	1492 Spear St. Port Charlotte, FL 33948

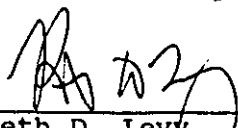
7. The name and address of the incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
Kenneth D. Levy	22901 Bayshore Rd. Charlotte Harbor, FL 33980
Berinda Levy	22901 Bayshore Rd. Charlotte Harbor, FL 33980
Robert A. Levy	1492 Spear St. Port Charlotte, FL 33948

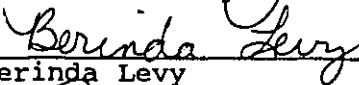
8. The affairs of the Corporation are to be managed by the following officers who are to serve until the first election thereof:

<u>NAME</u>	<u>OFFICER</u>
Kenneth Levy	President
Berinda Levy	Secretary
Robert Levy	Vice President/Treasurer

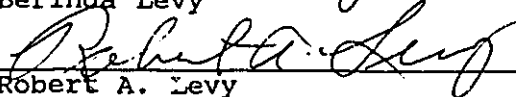
IN WITNESS WHEREOF, undersigned has this 11th day of July, 1995 made and subscribed these Articles of Incorporation for the uses and purposes aforesaid.



Kenneth D. Levy

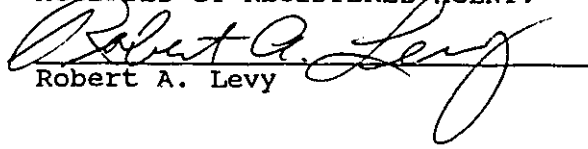


Berinda Levy



Robert A. Levy

ACCEPTED BY REGISTERED AGENT:



Robert A. Levy

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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