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September 5, 1995

Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

FILED
SEP-6 11 0:26
TALLAHASSEE, FLORIDA

RE: HEAD II TOE CONCEPTS, INC.

Gentlemen:


Enclosed please find the original and one copy of the Articles of Incorporation for the above-captioned proposed Florida corporation. Also enclosed is our check payable to your order in the amount of \$122.50 to cover the cost of the following:

Filing fee	\$ 35.00
Certified copy of Articles	\$ 52.50
Registered Agent fee	<u>\$ 35.00</u>
	\$122.50

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Please file the Articles of Incorporation and forward a certified copy to us.

Very truly yours,



Steven M. Fishman

SFM/ srj
Enclosures

1997
9-11-95

ARTICLES OF INCORPORATION
OF
HEAD II TOE CONCEPTS, INC.

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TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

Name of Corporation

The name of this corporation shall be:

HEAD II TOE CONCEPTS, INC.

ARTICLE II

Nature of Business

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States of America and this State.

ARTICLE III

Capital Stock

The maximum number of shares the corporation is authorized to have outstanding at any one time is: 100 shares of no par value, all of which shall have the same rights and privileges.

ARTICLE IV

Initial Capital

The amount of capital with which this corporation will begin business is not less than Five Hundred (\$500.00) Dollars.

ARTICLE V

Term of Existence

This corporation is to exist perpetually.

ARTICLE VI

Principal Place of Business

The initial street address in this state of the principal office of this corporation is:

34064 U.S. 19 North
Palm Harbor, Florida, 34683.

The corporation may from time to time move the principal office to any other address in Florida, and may establish branch offices at such other places within or without the State of Florida as may be determined and deemed expedient.

ARTICLE VII

Directors

This corporation shall have one director 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. The name and address of the initial director of this corporation is:

Patricia Csekits
2155 Pinnacle Circle North
Palm Harbor, FL 34684

ARTICLE VIII

Incorporator

The name and address of the person signing these Articles of Incorporation is:

**PATRICIA CSEKITS
2155 Pinnacle Circle North
Palm Harbor, FL 34684**

ARTICLE IX

Designation of Registered Agent

The initial designation of the Registered Office of this corporation shall be **2155 Pinnacle Circle North Palm Harbor, FL 34684** and the Registered Agent shall be **PATRICIA CSEKITS** to accept service of process within this State until changed according to law.

ARTICLE X

Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the stockholders by a majority of the stock entitled to vote thereon.

ARTICLE XI

Commencement of Corporate Existence

The date that corporate existence shall begin shall be the date of the filing of these Articles of Incorporation with the State of Florida.

ARTICLE XII

Pro-Emptive Rights

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The shareholders of this Corporation shall be entitled to purchase ratably according to their respective holdings, any shares of the Corporation hereinafter issued or any securities exchangeable for or convertible into such shares or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares, but in either case only at such prices and during such period or periods and upon such terms and conditions as may be determined from time to time by the shareholders.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 5th day of September, 1995.



PATRICIA CSEKITS

ACCEPTANCE BY REGISTERED AGENT

PATRICIA CSEKITS does hereby accept the designation of Registered Agent and states that he is familiar with, and accepts, the obligations provided for in 607.325, Florida Statutes.

DATED this 5th day of September, 1995.



PATRICIA CSEKITS.