

P98000063015

(SAMPLE LETTER OF TRANSMITTAL)

DATE July 10 1998

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

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-07/15/98--01015--020
****122.50 ****122.50

Re: Dance Gear, Inc.
(Name of Corporation)

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours.

Gloria Tyndall

Gloria Tyndall, President
(Individual's Name)

Dance Gear, Inc.
(Name of Corporation)

FILED
98 JUL 15 AM 10:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA

JUL 17 1998

MAILING ADDRESS OF CORPORATION		
177 Dan River Drive		
Spring Hill, Florida 34606		
PHONE		
(727)	745-3626	
Area Code	Number	Ext.

FDL 4

ARTICLES OF INCORPORATION

of

Dance Gear, Inc.

(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Dance Gear, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

Seven Thousand Five Hundred (7,500)

The corporation is authorized to issue _____ shares of common stock, par value \$ **1.00** per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS	6345 Massachusetts Avenue		
CITY	New Port Richey	FLORIDA	ZIP 34652

Mailing address, if different

STREET ADDRESS	177 Dan River Drive		
CITY	Spring Hill	FLORIDA	ZIP 34606

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME	Lynne A. Worker		
ADDRESS	6345 Massachusetts Avenue		
CITY	New Port Richey	FLORIDA	ZIP 34652

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TALLAHASSEE FLORIDA

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	Gloria Tyndall		
ADDRESS	177 Dan River Drive		
CITY	Spring Hill	STATE Florida	ZIP 34606
NAME	Lynne A. Worker		
ADDRESS	3130 Laird Road		
CITY	New Port Richey	STATE Florida	ZIP 34655
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Gloria Tyndall		
ADDRESS	177 Dan River Drive		
CITY	Spring Hill	STATE Florida	ZIP 34606
NAME	Lynne A. Worker		
ADDRESS	3130 Laird Road		
CITY	New Port Richey	STATE Florida	ZIP 34655
NAME			
ADDRESS			
CITY		STATE	ZIP

The undersigned incorporator(s) have executed these Articles of Incorporation this 10th day of July, 1998

Gloria Tyndall
 Gloria Tyndall _____ (Signature)

Lynne A. Worker
 Lynne A. Worker _____ (Signature)

_____ (Signature)

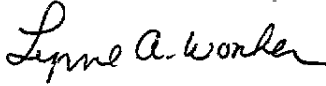
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Dance Gear, Inc.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 6345 Massachusetts Avenue
New Port Richey, Florida 34652
has named Lynne A. Worker
located at the aforesaid address, as its registered agent to accept service of process within this state.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Lynne A. Worker
(Signature)

July 10, 1998

(Date)