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Florida Department of State  
Division of Corporations  
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To:

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Fax Number : (850) 922-4001

From:

Account Name : KILLGORE, PEARLMAN, STAMP, ORNSTEIN & SQUIRES  
Account Number : I19980000007  
Phone : (407) 425-1020  
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FLORIDA PROFIT CORPORATION OR P.A.

FUNCO, INC.

Certificate of Status	0
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**ARTICLES OF INCORPORATION  
OF  
FUNCO, INC.**

**ARTICLE I - NAME**

The name of this corporation is FUNCO, INC. and its principal place of business and mailing address is 1025 Wilkinson Street, Orlando, Florida 32803.

**ARTICLE II - DURATION**

This corporation shall have perpetual existence, commencing on the filing of these Articles.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 1,000 shares of voting common stock having a par value of \$1.00 per share.

**ARTICLE V - INITIAL REGISTERED  
OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 940 Highland Avenue, Orlando, Florida 32803 and the name of the initial registered agent of this corporation at that address is T. Grey Squires.

**ARTICLE VI - INCORPORATOR**

The name and address of the incorporator is:

T. Grey Squires  
940 Highland Avenue  
Orlando, Florida 32803

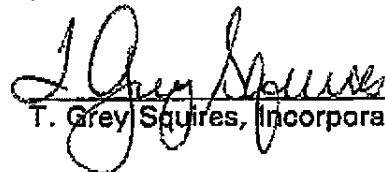
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Fax Audit Number H00000005525 1**ARTICLE VII - INDEMNIFICATION**

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.


IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 3rd day of February.

  
T. Grey Squires, Incorporator

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 3rd day of February, 2000, by T. Grey Squires, who is personally known to me or who has produced Florida Driver's License \_\_\_\_\_ as identification and who did take an oath.

NOTARY PUBLIC:

SIGN:   
PRINT: Carol L. Borglum  
State of Florida at Large  
My Commission Expires:  
Commission No./Serial No: \_\_\_\_\_

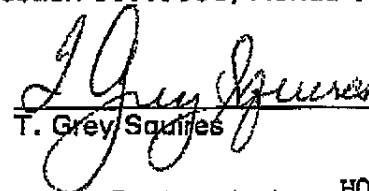


Carol L. Borglum  
My Commission CCB20086  
Expires March 09, 2001

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS**ACCEPTANCE BY REGISTERED AGENT**

The undersigned, being the person appointed in the foregoing Articles of Incorporation as the registered agent for FUNCO, INC. hereby accepts such appointment this 3rd day of February, 2000, and states that he/she is familiar with, and accepts, the obligations provided for in Section 607.0505, Florida Statutes.

  
T. Grey Squires

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