

P000000029016

March 9, 2000

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

RE: H.P.J.V., Inc.

Gentlemen:

EFFECTIVE DATE
3-13-00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2000 MAR 16 PM 4: 22

FILED

Enclosed is the signed original Articles of Incorporation of the above corporation. I have enclosed a check in the amount of \$122.50 for the filing and certified copy fees.

Please process this at your earliest opportunity and return the certified copy of the Articles of Incorporation to:

H.P.J.V., Inc.
C/O Jennifer Velde
374 Lakeview St.
Orlando, FL 32804
(407) 835-9174

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****122.50 *****78.75

Thank you for your assistance. If you have any questions, please do not hesitate to call me.

Very truly yours,



Jennifer Velde

AR 3/16

EFFECTIVE DATE
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ARTICLES OF INCORPORATION
OF
H.P.J.V., Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, being a person competent to contract subscribes to these Articles of Incorporation to form a for profit corporation under the laws of the State of Florida.

ARTICLE I

Name. The name and mailing address of this corporation is:

H.P.J.V., Inc.
934 North Mills Avenue
Orlando, FL 32803

ARTICLE II

Business and Activities. This corporation shall engage in all types of retail sales. In addition, this corporation may and is authorized to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

Capital Stock. The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having a par value of \$1 per share, with the consideration to be paid for each share in money, property, or services actually performed as may be fixed by the Board of Directors.

ARTICLE IV

Term of Existence. This corporation shall commence on date of execution and shall have perpetual existence.

ARTICLE V

Initial Registered Office and Agent. The address of the initial registered office of the corporation is 934 North Mills Avenue, Orlando, FL 32803 and the name of the initial registered agent of the corporation at that address is Jennifer Velde.

ARTICLE VI

Number of Directors. This corporation shall have two (2) directors initially. The number of directors may be increased from time to time by the Board of Directors or the shareholders in accordance with the By-Laws of this corporation. Directors as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at an annual or special meeting.

ARTICLE VII

Initial Board of Directors. The name(s) and street address(es) of the initial director(s) of this corporation are:

Herb Patton	934 North Mills Avenue Orlando, FL 32803
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Jennifer Velde	934 North Mills Avenue Orlando, FL 32803
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ARTICLE VIII

Incorporator. The name and street address of the incorporator signing these articles is:

Jennifer Velde	934 North Mills Avenue Orlando, FL 32803
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ARTICLE IX

Lost or Destroyed Certificates. Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time-to-time provided for in the By-Laws of this corporation.

ARTICLE X

Amendment to Articles. These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors proposed by them to the shareholders and approved at a shareholders' meeting by a majority of the stock issued and entitled to be voted, unless all of the Directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. Any rights conferred by these Articles of Incorporation upon the shareholders are subject to this reservation.

ARTICLE XI

By-Laws. The power to adopt, alter, amend, or repeal By-Laws of this corporation shall be vested in the Board of Directors.

ARTICLE XII

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


ARTICLE XIII

Right of First Refusal. No shareholder of this corporation shall have the right to sell or assign stock of this corporation without having first offered to sell such shares first to the corporation and then to other shareholders of the corporation at the same price and at the same terms and conditions pursuant to which the shareholder intends to sell their shares subject only to this right of first refusal in the corporation and the other shareholders.

Each stock certificate issued representing shares of this corporation shall bear a restrictive legend as follows:

Transfer of this certificate and the shares represented hereby is subject to the right of first refusal of the corporation and the other shareholders contained in the Articles of Incorporation of the corporation to which the holder hereof assents.

IN WITNESS WHEREOF, the undersigned does set their hand and seal and has acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 13th day of MARCH, 2000.

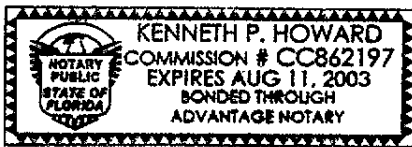


Jennifer Velde

STATE OF FLORIDA
COUNTY OF Orange

BEFORE ME personally appeared Jennifer Velde well known and known to be the incorporator described in and who executed the foregoing Articles of Incorporation and acknowledged before me that they executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State aforesaid this 13th day of March, 2000.





NOTARY PUBLIC, State of Florida

My Commission Expires:

FILED

2000 MAR 16 PM 4: 22

CERTIFICATE DESIGNATING REGISTERED AGENT SECRETARY OF STATE
FOR THE SERVICE OF PROCESS WITHIN THE STATE TALLAHASSEE, FLORIDA


Pursuant to Florida Statutes Sections 607.0501(3) and 607.0505
the following is submitted in compliance with said Act:

H.P.J.V., Inc. desiring to organize as a corporation under the
laws of the State of Florida with its registered office at 934
North Mills Avenue, Orlando, FL 32803, has named Jennifer
Velde located at the above registered office as its Registered
Agent to accept service of process within the State.

ACKNOWLEDGEMENT:

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

BY:


Registered Agent

DATE:

