

# ARTHUR D. DECKELMAN

Attorney At Law

39322 U.S. HWY. 19 NO.  
TARPON SPRINGS, FL 34689  
(727) 943-8535  
(727) 944-5105 FAX

Arthur D. Deckelman  
FL, NY, CA

SECRETARY OF STATE  
Department of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

June 2, 2000

2000000065321

Re: PINNACLE COLLECTION CORPORATION  
Our File Number: 0-158-Z

200003313252-1  
-07/05/00--01084--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-referenced corporation, PINNACLE COLLECTION CORPORATION.

Also, enclosed is a check in the amount of \$70.00 to cover the various fees. If you find that everything is in order, please file the Articles of Incorporation and return a copy of the Articles to this office.

If you have any questions, please contact our office. Thank you for your time and attention to this matter.

Best Regards,

ARTHUR D. DECKELMAN, P.A.,  
& ASSOCIATES

*Gloria J. Holz*  
Gloria J. Holz  
Legal Assistant to  
Arthur D. Deckelman, Esq.

/gjh  
Enclosures

FILED  
00 JUL - 5 AM 9:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T BROWN JUL - 7 2000

ARTICLES OF INCORPORATION  
OF  
PINNACLE COLLECTION CORPORATION

FILED  
00 JUL -5 AM 9:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporators hereby form a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. CORPORATE NAME

The name of this corporation shall be:

PINNACLE COLLECTION CORPORATION

The address of the principal office of this corporation shall be 39322 U.S. 19 North, Tarpon Springs, Florida 34689, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

The corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 600 shares of common stock, having a par value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The street address of the initial Registered Office of this Corporation shall be: 39322 U.S. 19 North, Tarpon Springs, Florida 34689, and the name of the initial registered agent of the corporation of that address is ROBERT STANLEY GIPE.

ARTICLE VI. BOARD OF DIRECTORS AND OFFICERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors and Officers, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors and Officers, initially. The names and addresses of the initial members of the Board of Directors and Officers are:

ROBERT STANLEY GIPE  
President/Secretary

867 Indian Rocks Road S  
Largo, Florida 33770

RICHARD E. ZALESKI, JR.  
Vice-President/Treasury

3211 Pine Forest Drive  
Palm Harbor, Florida

ARTICLE VII. INCORPORATORS

The names and street addresses of the persons signing these Articles of Incorporation as the Incorporators are:

ROBERT STANLEY GIPE

867 Indian Rocks Road S  
Largo, Florida 33770

RICHARD E. ZALESKI, JR.

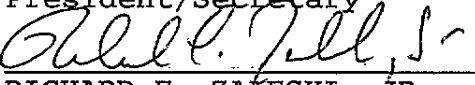
3211 Pine Forest Drive  
Palm Harbor, Florida 4684

ARTICLE VIII. AMENDMENT

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 stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.


IN WITNESS WHEREOF, the undersigned agents of this Corporation, have hereunto set their hand and seal on June 28, 2000.

  
ROBERT STANLEY GIPE  
President/Secretary

  
RICHARD E. ZALESKI, JR.  
Vice-President/Treasurer

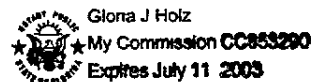
STATE OF FLORIDA  
COUNTY OF PINELLAS

BEFORE ME, a Notary Public, personally appeared ROBERT STANLEY GIPE and RICHARD E. ZALESKI, JR., to me known to be the persons described as Incorporators and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to these Articles of Incorporation on June 28, 2000.

  
NOTARY PUBLIC

Name: GLORIA J. HOLZ  
My commission expires:

(SEAL)



ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

OF

PINNACLE COLLECTION CORPORATION

FILED  
00 JUL -5 AM 9:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ROBERT STANLEY GIPE, authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By:

Robert Stanley Gipe  
ROBERT STANLEY GIPE  
Its Agent

STATE OF FLORIDA )

COUNTY OF PINELLAS )

SWORN AND SUBSCRIBED before me this 28th day of June, 2000.

Gloria J. Holz  
NOTARY PUBLIC

Name: Gloria J. Holz  
My Commission Expires:

Gloria J Holz  
My Commission CC853220  
Expires July 11 2003