69900000192



ACCOUNT NO. : 072100000032

REFERENCE: 757365

7217785

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : July 7, 2000

ORDER TIME: 11:24 AM

ORDER NO. : 757365-005

CUSTOMER NO:

800003319088--7

CUSTOMER:

Ms. Marye K. Cozzens

8712 53rd Avenue W

Bradenton, FL 34210

DOMESTIC FILING

NAME: SHOP VICTORY LANE, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION

_ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

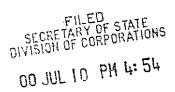
CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS:



ARTICLES OF INCORPORATION

OF

SHOP VICTORY LANE, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: SHOP VICTORY LANE, INC.

The address of the principal office of this corporation shall be 8712 53rd Avenue West, Bradenton, Florida 34210, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This 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 maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,500 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

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, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Marye K. Cozzens Dir.

Christopher C. Cozzens Dir.

Malana Slover Dir.

8712 53rd Ave West Bradenton, Florida 34210

8712 53rd Avenue West Bradenton, Florida 34210

Post Office Box 181 Bradenton Beach, Florida 34217

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

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ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

The Company Corporation 1013 Centre Road Wilmington, Delaware 19805

The undersigned incorporator has executed these Articles of Incorporation on July 10, 2000.

Incorporator

Its Agent, Laura R. Dunlap

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation 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:

Its Agent, Laura R. Dunlap

Authorized Service Representative

Corporation Service Company

MEM/sxk