

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P00000071231

Two Toes, Inc.

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*****78.75 *****78.75

Signature _____

Requested by: LS

Name _____

Date 4/26/00

Time 9:41

Walk-In _____

Will Pick Up _____

<input checked="" type="checkbox"/>	Art of Inc. File	FILED 00 JUL 26 PM 12:54 TALLAHASSEE, FLORIDA
<input type="checkbox"/>	LTD Partnership File	
<input type="checkbox"/>	Foreign Corp. File	
<input type="checkbox"/>	L.C. File	
<input type="checkbox"/>	Fictitious Name File	
<input type="checkbox"/>	Trade/Service Mark	
<input type="checkbox"/>	Merger File	RECEIVED 00 JUL 26 AM 10:46 TALLAHASSEE, FLORIDA
<input type="checkbox"/>	Art. of Amend. File	
<input type="checkbox"/>	RA Resignation	
<input type="checkbox"/>	Dissolution / Withdrawal	
<input type="checkbox"/>	Annual Report / Reinstatement	
<input checked="" type="checkbox"/>	Cert. Copy	
<input type="checkbox"/>	Photo Copy	
<input type="checkbox"/>	Certificate of Good Standing	
<input type="checkbox"/>	Certificate of Status	
<input type="checkbox"/>	Certificate of Fictitious Name	
<input type="checkbox"/>	Corp Record Search	
<input type="checkbox"/>	Officer Search	
<input type="checkbox"/>	Fictitious Search	
<input type="checkbox"/>	Fictitious Owner Search	
<input type="checkbox"/>	Vehicle Search	
<input type="checkbox"/>	Driving Record	
<input type="checkbox"/>	UCC 1 or 3 File	
<input type="checkbox"/>	UCC 11 Search	
<input type="checkbox"/>	UCC 11 Retrieval	
<input type="checkbox"/>	Courier	

F. Burch

JUL 26 2000

**ARTICLES OF INCORPORATION
OF
TWO TOES, INC.**

FILED
00 JUL 26 PM 12:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is Two Toes, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 4244 Central Avenue, St. Petersburg, Florida, 33711.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having a par value of one dollar (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Frank E. DiGioia, P.A., 4244 Central Avenue, St. Petersburg, Florida, 33711.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Frank E. DiGioia, P.A., 4244 Central Avenue, St. Petersburg, Florida, 33711.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

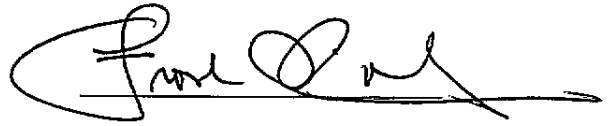
The name and address of each member of the initial Board of Directors of the corporation is President - Frank E. DiGioia, Vice President – Frank E. DiGioia, Secretary – Frank E. DiGioia, and Treasurer – Frank E. DiGioia.

ARTICLE VII: SPECIAL PROVISIONS

It is the intent of the incorporator and directors that the corporation qualify under Section 1244 of the Internal Revenue Code and that the corporation file as a Sub S Corporation. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

The undersigned has executed these Articles of Incorporation this 25th day of

July, 2000.

A handwritten signature in cursive script, appearing to read "Paul D. [unclear]", written over a horizontal line.

CERTIFICATE OF DESIGNATION
REGISTER AGENT/REGISTERED OFFICE

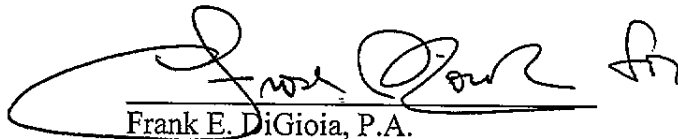
Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is Two Toes, Inc.
2. The name and street address of the registered agent and office is:

Frank E. DiGioia, P.A.
4244 Central Avenue
St. Petersburg, Florida 33711

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.

Dated: July 25, 2000


Frank E. DiGioia, P.A.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JUL 26 PM 12:55

FILED