

CAPITAL CONNECTION, INC.

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

P000000 72/30

TNA Worldwide, Inc.

100003338991--6
-07/28/00--01034--012
*****70.00 *****70.00

<input checked="" type="checkbox"/>	Art of Inc. File <u>Photo</u>	00 JUL 28 PM 12:14 FILED 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 _____	
<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 checked="" 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 <u>T. Burch</u> <u>7/28 2000</u>	

Signature _____

Requested by: LM 7/28 10:30

Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____

**ARTICLES OF INCORPORATION
OF
TNA WORLDWIDE, INC.**

FILED
00 JUL 28 PM 12:14
TALLAHASSEE, FLORIDA

ARTICLE I - NAME AND PRINCIPAL ADDRESS

The name of the corporation is TNA Worldwide, Inc., and the principal address and principal place of business is 2240 Belleair Road, Suite 100, Clearwater, Florida 33764

ARTICLE II - REGISTERED OFFICE AND AGENT

The address of its registered office in the State of Florida is c/o STEVEN W. MOORE, P.A., 2240 Belleair Road, Suite 100, in the City of Clearwater, County of Pinellas, Florida 33764. The name of its registered agent at such address is Steven W. Moore.

ARTICLE III - PURPOSE

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Florida.

ARTICLE IV - AUTHORIZED SHARES OF STOCK

The total number of shares of stock which the corporation is authorized to issue is Ten Thousand (10,000) and the par value of each of such shares is One Cent (\$0.01) amounting in the aggregate to One Hundred Dollars (\$100.00).

ARTICLE V - BOARD OF DIRECTORS

The business and affairs of the corporation shall be managed by the board of directors, and the directors need not be elected by ballot unless required by the bylaws of the corporation. The names and mailing addresses of each person who is to initially serve as a director until the first annual meeting of the stockholders or until a successor is elected and qualified, are as follows:

NAME

MAILING ADDRESS

Steven W. Moore

2240 Belleair Road, Suite 100
Clearwater, Florida 33764

In furtherance and not in limitation of the powers conferred by the laws of the State of Florida, the board of directors is expressly authorized to adopt, amend or repeal the bylaws of this corporation.

ARTICLE VI - AMENDMENTS

The corporation reserves the right to amend and repeal any provision contained in this Certificate of Incorporation in the manner prescribed by the laws of the State of Florida. All rights conferred are granted subject to this reservation.

ARTICLE VII - INCORPORATOR

The incorporator is Steven W. Moore, whose mailing address is c/o STEVEN W. MOORE, P.A., 2240 Belleair Road, Suite 100, Clearwater, Florida 33764.

THE UNDERSIGNED, being the incorporator, for the purpose of forming a corporation under the Laws of the State of Florida, does make, file and record this Certificate of Incorporation, does certify that the facts herein stated are true, and, accordingly, have hereto set his hand and seal this 27th day of July, 2000.

By:

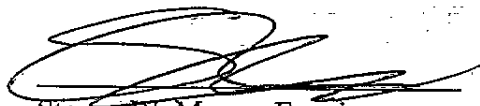


Steven W. Moore, Esquire
Incorporator

Acknowledgment of Registered Agent

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.

By:



Steven W. Moore, Esquire
Registered Agent