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ROBERT J. JONES, P.A.
ATTORNEY AND COUNSELOR AT LAW

ALSO ADMITTED IN TENNESSEE
CERTIFIED CIVIL CIRCUIT MEDIATOR
REGISTERED PROFESSIONAL ENGINEER
AMERICAN ARBITRATION ASSOCIATION
MEMBER, PANEL OF NEUTRALS

6500 CENTRAL AVENUE
ST. PETERSBURG, FL 33707
TELEPHONE (727) 344-6555
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October 25, 2000

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
409 E. GAINES STREET
TALLAHASSEE, FL 32399

RE: ARTICLES OF INCORPORATION FOR:
DENOMME ENTERPRISES, INC.

Dear Madam or Sir:

Enclosed is the original and one copy of the Articles of Incorporation for DENOMME ENTERPRISES, INC.

Also enclosed is our check payable to the Secretary of State for \$78.50 for the filing fee.

PLEASE RETURN YOUR STAMPED ACCEPTANCE OF THESE ARTICLES AND ASSIGNMENT OF CHARTER NUMBER IN THE ENCLOSED PRE-PAID SELF-ADDRESSED ENVELOPE.

If you should have any questions, please feel free to contact my office at (813) 344-6555.

Sincerely,



Robert J. Jones

/mb

Enclosures

FILED
00 OCT 27 AM 10:50
SECRETARY OF STATE
TALLAHASSEE, FL 32399

10-30
49C

FILED
00 OCT 27 AM 10:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
DENOMME ENTERPRISES, INC.

ARTICLE I. CORPORATE NAME.

The name of this corporation is DENOMME ENTERPRISES, INC.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of this corporation are 1021 - 49TH AVENUE, NORTH, ST. PETERSBURG, FLORIDA 33703.

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 COMMON SHARES of a par value of \$1.00 per share..

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent are :

ALFRED R. DENOMME
1021 - 49TH AVENUE, NORTH
ST. PETERSBURG, FLORIDA 33703

ARTICLE V. INCORPORATOR.

The name and street address of the incorporator to these articles of incorporation is:

ALFRED R. DENOMME
1021 - 49TH AVENUE, NORTH
ST. PETERSBURG, FL 33703

ARTICLE VI. GENERAL PROVISIONS.

The corporation shall have the power to carry on all businesses permitted under the laws of this State.

The duration of this corporation's existence is perpetual.

ARTICLE VII PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII INITIAL BOARD OF DIRECTORS

This corporation shall have TWO (2) director(s) constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws, however, there shall never be less than one Director nor more than five. The names and addresses of the initial Board of Directors of the corporation are:

ALFRED R. DENOMME : 1021 - 49TH AVE., N.
ST. PETERSBURG, FL 33703

CHARLES ELLIS : 730 SOUTH 51ST ST.
TAMPA, FL 33619

ARTICLE IX INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

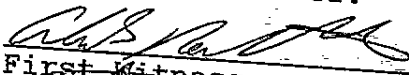
ARTICLE X AMENDMENT


This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

The undersigned has executed these articles of incorporation on October 23, 2000.

I.s. 
ALFRED R. DENOMME, President
and Incorporator

In the presence of:


First Witness _____ of St. Pete, Florida


Second Witness _____ of Hillsborough County, Florida

ACKNOWLEDGMENT

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the aforesaid State and County to take oaths and acknowledgments, personally appeared ALFRED R. DENOMME personally known to me or identified by Florida Drivers License No. D556-0116-64-343-0 to be the person described in, and who executed the foregoing instrument AS THE INCORPORATOR, and he acknowledged and did take oath

before me that he executed the same.

WITNESS my hand and official seal in the County and State
aforesaid this 24th day of October, 2000.

Dolores Sandra Peace
NOTARY PUBLIC
My commission expires :



Dolores Sandra Peace
Commission # CC 953726
Expires Aug. 25, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

ACCEPTANCE BY THE REGISTERED AGENT

I, ALFRED R. DENOMME, resident at 1021 - 49th Avenue, North, St.
Petersburg, Florida 33703, do hereby accept appointment as Registered
Agent of DENOMME ENTERPRISES, INC., together with the duties and
responsibilities attaching to such appointment.

ALFRED R. DENOMME

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this day, before me, an officer duly
authorized in the aforesaid state and county to take oaths and
acknowledgements, personally appeared ALFRED R. DENOMME, personally
known to me or identified by Florida Drivers License No.
D550-016-64-3430 to be the person described in, and who executed
the foregoing instrument AS REGISTERED AGENT, and he acknowledged and
did take oath before me that he executed the same.

WITNESS MY HAND AND OFFICIAL SEAL in the county and state
aforesaid this 24th day of October, 2000.

Dolores Sandra Peace
NOTARY PUBLIC

My commission expires: Aug 25, 2004



Dolores Sandra Peace
Commission # CC 953726
Expires Aug. 25, 2004
Bonded Thru
Atlantic Bonding Co., Inc.