

P01000003536

January 2, 2001

Florida Department of State
Division of Corporations
P. O. Box # 6327
Tallahassee, FL 32314

Gentlemen:

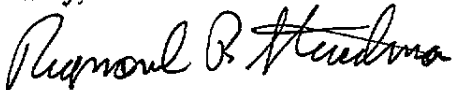
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****122.50 *****78.75

Enclosed herewith please find the original articles of incorporation for
Three P's and a B, Inc., as well as the certificate designating its registered agent.

Also enclosed is a check for the various fees of \$ 122.50.

I would appreciate your processing this matter at your earliest convenience
and return to me a certified copy of the enclosed materials.

Yours truly,



Raymond P. Steadman

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 JAN -5 AM 10:47

FILED

8074 - 36 Avenue - North
St. Petersburg, FL 33710

F. CHESSER

JAN 1 0 2000

ARTICLES OF INCORPORATION
OF

Three P's and a B, Inc.

The undersigned, acting as incorporator of a corporation
under the Florida General Corporation Act, herewith adopts
the following articles for such corporation.

ARTICLE I

Name: The name of this corporation is

Three P's and a B, Inc.

ARTICLE II

Duration: The duration of this corporation is intended to be perpetual.

ARTICLE III

Purpose: The purpose is to engage in any activities or business permitted
under the laws of the United States and the State of Florida.

ARTICLE IV

Capital Stock: The corporation is authorized to issue 1000 shares, all
of one class, with a Par Value of one dollar each.

ARTICLE V

Incorporator: The name and address of the incorporator signing these articles is

Raymond P. Steadman
8074 - 36 Avenue - North
St. Petersburg, FL 33710

ARTICLE VI

Initial mailing address: The initial mailing address of this corporation is

8074 - 36 Avenue - North
St. Petersburg, FL 33710

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII

The initial business and street address of this corporation is:

8074 - 36 Avenue - North
St. Petersburg, FL 33710

ARTICLE VIII

The initial registered agent of this corporation is:

Raymond P. Steadman
8074 - 36 Avenue - North
St. Petersburg, FL 33710

ARTICLE IX

This corporation shall initially have one director. The number of directors may be changed from time to time, but shall not be less than one.

The initial director of this corporation is:

Raymond P. Steadman
8074 - 36 Avenue - North
St. Petersburg, FL 33710

ARTICLE X

Bylaw amendments: The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the board of directors and the shareholders.

ARTICLE XI

Indemnification: The corporation shall indemnify any officer or director, or any former officer or director to the fullest extent permitted by law.

ARTICLE XII

Amendments to articles: The corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation and any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIII

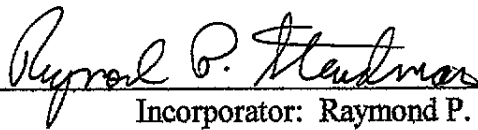
Informal action of directors: If all the directors severally or collectively consent on writing to any action taken by the corporation, and the writing evidencing such consent is filed with the secretary of the corporation, such action shall be as valid as though it had been authorized at a formal meeting of the board of directors.

ARTICLE XIV

Preemptive rights: Every shareholder, upon the sale for cash or otherwise, of any new unissued stock of the corporation of the same kind, class or series as that which he already owns and holds, shall have the right to purchase his pro rata share thereof at the same price and terms at which it is offered to others.

(end of articles)

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation at the date as indicated below.



Incorporator: Raymond P. Steadman

12-01

date

**CERTIFICATE DESIGNATING THE PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA
AND NAMING THE AGENT UPON WHOM PROCESS MAY BE SERVED.**

Pursuant to Florida Statutes pertaining to the naming of the registered agent,
the following is submitted in compliance with those statutes:

That Three P's and a B, Inc. desires to organize under the laws of
the State of Florida, with its principal office as designated in the original
articles of incorporation, in the County of Pinellas, Florida, and has named:

Raymond P. Steadman
8074 - 36 Avenue - North
St. Petersburg, FL 33710

as its agent upon whom process may be served in this state.

ACKNOWLEDGEMENT: Having been named as registered agent to accept
service of process for the above named corporation, at the place as designated
in the certificate, I herewith accept to act in this capacity and agree to comply
with all of the provisions of said act, about which I am well versed.

 1-2-01

Raymond P. Steadman, Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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