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FLORIDA PROFIT CORPORATION OR P.A.

Vicki Lynn, Inc.

Certificate of Status	1
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ARTICLES OF INCORPORATION
OF
VICKI LYNN, INC.

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

I

The name of the corporation shall be VICKI LYNN, INC.

II

The corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

III

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any on time is 7,500 shares. All such shares shall be of a single class, designated as common.

IV

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

Prepared by Philip W. Dann
Attorney at Law; Fla. Bar No. 126786
540 Fourth Street North
St. Petersburg FL 33701
(727) 822-5656

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V

The corporation elects to have preemptive rights.

VI

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

VII

The Florida Control-Share Acquisition sections of the Florida Business Corporation Act (§§ 607.0901 through 607.0903) shall not be applicable to this corporation.

VIII

The bylaws of the corporation may be amended by majority vote of either the directors or the shareholders.

X

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of directors whose name and addresses are as follows: NONE. The corporation elects to act through its shareholders until such time as a majority of the shareholders elects to install a board of directors.

IX

The initial registered agent of the corporation is Philip w. Dann, Esq., 540 4th street North, St. Petersburg, FL 33701. The street address of the corporation's initial registered office is the same.

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X

The principal place of business and mailing address of this corporation shall be 1066 1/2 Fourth Street North, St. Petersburg FL 33701.

XI

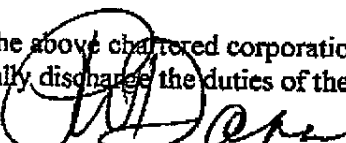
The name and address of the incorporator to these Article of Incorporation is VICKI LYNN LOGES, whose address is the same as the address in the preceding paragraph.

The undersigned incorporator has executed these Articles of Incorporation this 17 day of January, 2001.


Vicki Lynn Loges, Incorporator

Acceptance by Initial Registered Agent

The undersigned initial registered agent of the above chartered corporation accepts his designation as registered agent and agrees to faithfully discharge the duties of the office.


Philip W. Dann, Registered Agent
Dated: January 17, 2001

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