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EFFECTIVE DATE
01-25-2001

FILED

Transmittal Letter

01 JAN 29 PM 2: 05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 25, 2001

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

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

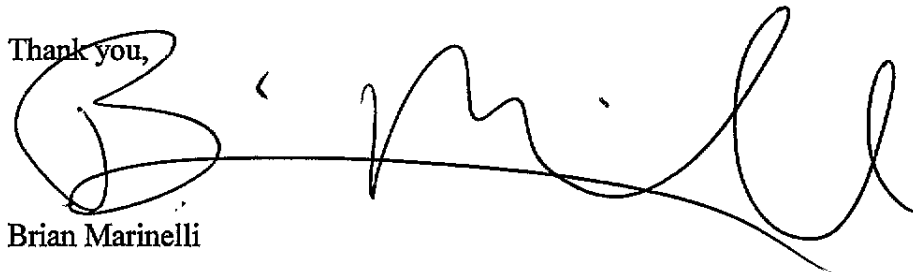
SUBJECT: Funk Shop, Incorporated

Please find enclosed an original and one copy of the Articles of Incorporation and Certificate of Designation of Registered Agent / Registered Office for Funk Shop, Incorporated, a new Florida corporation.

A check for \$78.75 is enclosed for the filing fee, certified copy and certificate.

Please send the certificate and certified copy of the articles to Brian Marinelli at 218 West Magnolia Avenue, Longwood, FL 32750.

Thank you,



Brian Marinelli

218 West Magnolia Avenue, Longwood, FL 32750
407-463-0519

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Articles of Incorporation of
FUNK SHOP, INCORPORATED
A Florida corporation

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, pursuant to Chapter 607, Florida Statutes, hereby adopts the following Articles of Incorporation for Funk Shop, Incorporated, a Florida corporation.

Article I. Name

The name of the corporation is: Funk Shop, Incorporated.

Article II. Address

The principal office and mailing address of the corporation is: 218 West Magnolia Avenue, Longwood, FL 32750.

Article III. Authorized Shares

The aggregate number of shares that the corporation shall have authority to issue is 100 shares of without par value common stock.

Article IV. Registered Office and Registered Agent

The street address of the initial registered office of the corporation is 218 West Magnolia Avenue, Longwood, FL 32750 and the corporation's initial registered agent at such address is Brian Marinelli.

Article V. Incorporator

The name and street address of the incorporator of these Articles of Incorporation is Brian Marinelli, 218 West Magnolia Avenue, Longwood, FL 32750.

Article VI. Duration

The duration of the corporation shall be perpetual.

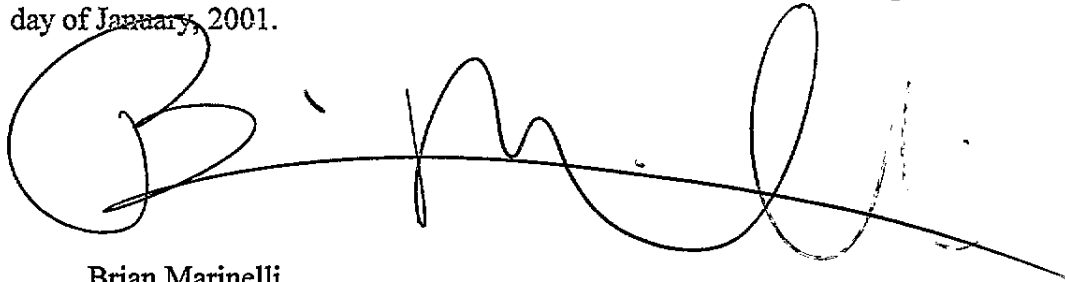
Article VII. Purpose

The corporation is organized for the purpose of engaging in the retail and entertainment businesses, and corporation may engage in any and all other lawful business which corporations may conduct under the laws of the State of Florida.

Article VIII. Effective Date

Pursuant to the provisions of Section 607.0203, Florida Statutes, the effective date of these Articles is January 25, 2001.

The undersigned incorporator has executed these Articles of Incorporation this 25th day of January, 2001.

A handwritten signature in black ink, appearing to read "B. Marinelli", with a long horizontal stroke extending to the right.

Brian Marinelli,
Incorporator

Certificate of Designation of
Registered Agent / Registered Office

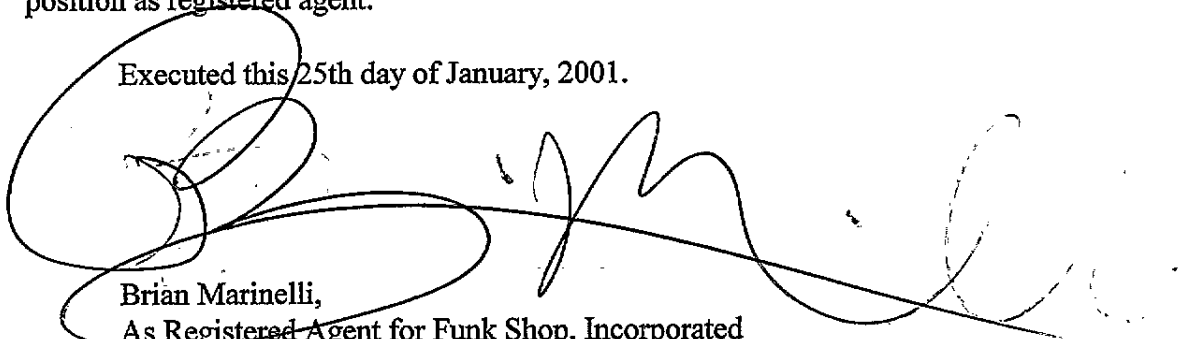
Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the corporation's registered agent and registered office in the State of Florida.

1. The name of the corporation is: Funk Shop, Incorporated
2. The name and address of the registered agent and registered office is:

Brian Marinelli
218 West Magnolia Avenue
Longwood, FL 32750

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.

Executed this 25th day of January, 2001.


Brian Marinelli,
As Registered Agent for Funk Shop, Incorporated
218 West Magnolia Avenue, Longwood, FL 32750

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TALLAHASSEE, FLORIDA