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OTHER FILINGS
Annual Reports
Fictitious Name
Name Reservation
Reinstatement

REGISTRATION/QUALIFICATION
Foreign
Limited Liability
 Reinstatement
Trademark
Other

T.SMITH FEB 1 5 2001

ARTICLES OF INCORPORATION

OF

BEARS ON PARADE, INC.

The undersigned, for the purpose of forming a Corporation under the Florida Business Corporations Act, does hereby adopt the following Articles of Incorporation.

<u>Article I - Name and Address</u>

The name of this Corporation is Bears on Parade, Inc. The principal place of business of this Corporation shall be 15217 Plantation Oaks Dr., Unit 3, Tampa, Florida, 33647, or such other place as may be designated by the Board of Directors.

Article II - Capital Stock

The Corporation shall have the authority to issue 1,000 shares of common stock, no par value.

Article III - Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 15217 Plantation Oaks Dr., Unit 3, Tampa, Florida, 33647. The initial registered agent of this Corporation is C. Elizabeth Dayes-Dolan.

Article IV - Incorporator

The name and address of the person signing these Articles as the incorporator is:

C. Elizabeth Dayes-Dolan 15217 Plantation Oaks Dr., Unit 3 Tampa, Florida 33647

IN WITNESS WHEREOF, the undersigned Incorporator has

executed these Articles of Incorporation, this 10 day of

"Incorporator"

C. Elizabeth Dayes-Dolan

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THESE ARTICLES OF INCORPORATION, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0505 FLORIDA STATUTES.

C.El Dzabeth Dayes-Dolan,

Date

Registered Agent