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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

FLORIDA PROFIT CORPORATION OR P.A.

TOP OF THE LINE BILLIARD SUPPLIES, INC.

Certificate of Status	0
Certified Copy	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. McKnight JUL 24 2001 ✓

ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, as a proper person acting as the incorporator of a corporation under the laws of the State of Florida, adopt the following Articles of Incorporation:

FIRST The name of the corporation is: TOP OF THE LINE
BILLIARD SUPPLIES, INC.

SECOND The period of its duration is: Perpetual.

THIRD The purpose of the corporation is: To engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

FOURTH The aggregate number of authorized shares is: 10,000 shares of common stock having no par value.

FIFTH The corporation will not commence business until at least \$200.00 dollars have been received by it as consideration for the issuance of shares.

SIXTH Cumulative voting of shares of stock is authorized.

SEVENTH The address of the initial registered office of the corporation is: 3501-302 Del Prado Blvd.; Cape Coral, Florida 33904 and the name of its initial registered

agent at such address is: Paul L. Larrow.

EIGHTH The address of the principal place of business is:
2138 Santa Barbara Blvd.; Cape Coral, Florida 33991;
and its mailing address is: 2138 Santa Barbara Blvd;
Cape Coral, Florida 33991.

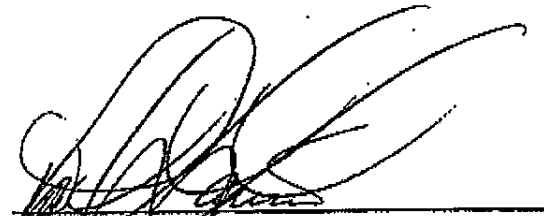
NINTH The number of directors constituting the initial board
of directors of the corporation is one, and the name
and address of the person who is to serve as director
until the first annual meeting of shareholders or until
his successor is elected and shall qualify is:

Name	Address
<u>Peter Simeone, Jr.</u>	<u>13417 SE 18th Avenue</u> <u>Cape Coral, Florida 33904</u>

TENTH The name and address of each incorporator is:

Name	Address
<u>Paul L. Larrow</u>	<u>3501-302 Del Prado Blvd.</u> <u>Cape Coral, Florida 33904</u>

Date July 19, 2001


Incorporator

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

Paul L. Larrow, an individual residing in this state, having a business office located at 3501-302 Del Prado Blvd.; Cape Coral, Florida 33904, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

TOP OF THE LINE BILLIARD SUPPLIES, INC.

Paul L. Larrow is familiar with and accepts the obligations of the position of Registered Agent under Section 607-0505, Florida Statutes.

By: 

Paul L. Larrow

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TALLAHASSEE, FLORIDA