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BOARD CERTIFIED  
TAX LAWYER

BOARD CERTIFIED  
WILLS, TRUSTS &  
ESTATES LAWYER

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Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

RE: THEM & U.S., INC.

Enclosed are the original Articles of Incorporation for the above named proposed Florida corporation.

Also enclosed is a check in the amount of \$78.75 representing the fees for filing (+ 8.75 for a certified copy of the filed Articles) and Designation of Resident Agent.

Thank you for your assistance in this matter.

Very truly yours,

*David P. Johnson*

DAVID P. JOHNSON

Enclosures  
DPJ:nlh

FILED  
01 SEP 24 PM 12:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

7 SEP 26 2001

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION OF THEM & U.S., INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

### ARTICLE I

The name of the corporation ("Corporation") is THEM & U.S., INC.

### ARTICLE II

The address of the principal office of the Corporation is 107 B Avenida de Bahia, Nokomis, Florida 34275. The mailing address of the Corporation is 107 B. Avenida de Bahia, Nokomis, Florida 34275.

### ARTICLE III

The maximum number of shares this Corporation is authorized to issue is 10,000, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

### ARTICLE IV

The initial street address of the Corporation's registered office is 107 B Avenida de Bahia, Nokomis, Florida 34275. The initial Registered Agent for the Corporation at that address is Anthony Lamparello.

### ARTICLE V

The initial Board of Directors shall consist of two members. The names of the persons who will serve on the initial Board of Directors are: Anthony Lamparello and Elana Lamparello.

## ARTICLE VI

The names and addresses of the persons signing these Articles of Incorporation are:

Name & Address

Anthony Lamparello  
107 B Avenida de Bahia  
Nokomis, Florida 34275

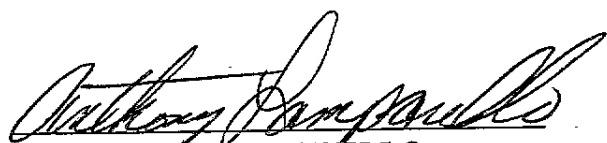
Name & Address

Elana Lamparello  
107 B Avenida de Bahia  
Nokomis, Florida 34275

## ARTICLE VII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 20 day of September, 2001.

  
ANTHONY LAMPARELLO

  
ELANA LAMPARELLO

FILED  
01 SEP 24 PM 12:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for THEM & U.S., INC. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

Date: September 20, 2001

  
ANTHONY LAMPARELLO