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October 25, 2001

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*****70.00 *****70.00

Florida Department of State
Corporation Division Charter Section
409 E. Gaines St.
Tallahassee, Florida 32399

RE: RICHLOCK ENTERPRISES, INC.
Articles of Incorporation

Dear Department of State:

Enclosed herewith are the proposed Articles of Incorporation relative to the above,
together with a check in the amount of \$70.00 for the following fees:


| | |
|----------------------|----------------|
| Filing Fee | \$35.00 |
| Registered Agent Fee | <u>\$35.00</u> |
| TOTAL | \$70.00 |

Please file the articles, and return the stamped copy to me at your earliest
convenience.

Thank you for your cooperation in this matter. If you should have any questions,
please do not hesitate to contact me.

Sincerely,

JAMES D. LAMPATHAKIS, P.A.


James D. Lampathakis, Esq.

JDL/ras

Enclosures

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FILED
OCT 26 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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D. WHITE OCT 26 2001

ARTICLES OF INCORPORATION
OF
RICHLOCK ENTERPRISES, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME AND ADDRESS

The name and mailing address of the principal office of this Corporation is:

Richlock Enterprises, Inc.
1050 Sunset Point Road, Apt. A,
Clearwater, Florida 33755

ARTICLE II. - COMMENCEMENT

This corporation shall commence existing on the date of execution of these Articles of Incorporation.

ARTICLE III. - PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV. - CAPITAL STOCK

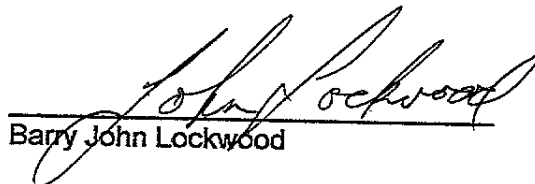
This Corporation is authorized to issue 1,000 shares of One and No/100 Dollars (\$1.00) par value common stock, which shall be designated "Common Stock".

ARTICLE V. - INITIAL REGISTERED OFFICE, AGENT AND ACCEPTANCE

The street address of the initial registered office of this Corporation is 1050 Sunset Point Road, Apt. A, Clearwater, Florida 33755, and the name of the initial registered agent of this Corporation is Barry John Lockwood .

ACCEPTANCE

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


Barry John Lockwood

ARTICLE VI. - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Director's initially. The name's and address's of said

| director's are: | NAME | ADDRESS |
|-----------------|---------------------|---|
| | Thomas Michael Rich | 779 Westfield Court, Dunedin, Florida 34698 |
| | Barry John Lockwood | 1050 Sunset Point Road, Apt. A, Clearwater, Florida 33755 |

ARTICLE VII. - INCORPORATOR

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

| NAME | ADDRESS |
|---------------------|---|
| Thomas Michael Rich | 779 Westfield Court, Dunedin, Florida 34698 |
| Barry John Lockwood | 1050 Sunset Point Road, Apt. A, Clearwater, Florida 33755 |

IN WITNESS WHEREOF, the undersigned subscriber has executed the Articles of Incorporation this 25th day of October, 2001.

Thomas Michael Rich
Thomas Michael Rich

Barry John Lockwood
Barry John Lockwood

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Thomas Michael Rich and Barry John Lockwood, known to me and by me to be the person who executed the foregoing Articles of Incorporation, and who have produced FL ID card as identification, # R200-83352-014-0 expiring on 1-14-06 and # FDL 230-070-42-285-8 expiring on 10-28-07, respectively. _____ as identification, # _____, expiring on _____ and # _____, expiring on _____, respectively.

IN WITNESS WHEREOF, I hereunto set my hand and affix my official seal in the State and County last aforesaid this 25 day of October, 2001.

(SEAL)

[Signature]
NOTARY PUBLIC, State of Florida
My commission expires: _____
Printed name: _____
Serial /Commission# _____

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