



PO1000112896

ACCOUNT NO. : 072100000032

REFERENCE : 480523 123334A

AUTHORIZATION :

COST LIMIT : \$ 78.75

Patricia Pigute

FILED
2001 NOV 28 PM 3:24
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ORDER DATE : November 28, 2001

ORDER TIME : 1:54 PM

ORDER NO. : 480523-015

CUSTOMER NO: 123334A

CUSTOMER: Mr. John A. Karel
Pasco Business Services, Inc.

2835 U.s. Highway 19

Holiday, FL 34691

RECEIVED
01 NOV 28 PM 2:24
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE FLORIDA

DOMESTIC FILING

NAME: OFF YER' ROCKER II, INC.

EFFECTIVE DATE:

700004697147--2

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

JS
11/28/01

ARTICLES OF INCORPORATION
OF
OFF YER' ROCKER II, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE 1 NAME : The name of the corporation shall be Off Yer' Rocker II, Inc.

ARTICLE 2 DURATION : The corporation shall have perpetual existence.

ARTICLE 3 PURPOSE : The purpose of the corporation is to engage in any activities of business permitted under the laws of the United States and Florida.

ARTICLE 4 CAPITAL STOCK : The corporation is authorized to issue 1000 shares of common stock, at a par value of ONE (\$1.00) DOLLAR per share.

ARTICLE 5 INITIAL REGISTERED OFFICE AND AGENT : The name and address of the initial registered agent and office of the corporation is James Joliet whose address is 9869 Horizon Dr., Spring Hill, FL 34608. This is also the mailing address.

ARTICLE 6 INITIAL BOARD OF DIRECTORS : The corporation shall have one (1) director initially. The number of directors may be increased from time to time by amendment of the bylaws in the manner provided by law, but shall never be less than one (1). The name and address of the person who is to serve as the initial director is James Joliet whose address is 9869 Horizon Dr., Spring Hill, FL 34608.

ARTICLE 7 INCORPORATOR : The name and address of the incorporator is James Joliet whose address is 9869 Horizon Dr., Spring Hill, FL 34608.

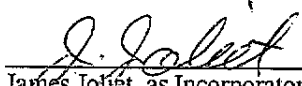
ARTICLE 8 BYLAW AMENDMENT : the power to adopt, alter, amend, or repeal the bylaws of the corporation shall be vested in the Board of Directors.

ARTICLE 9 INDEMNIFICATION : The corporation shall indemnify any officer, or any former officer or director, to the full extent permitted by law.

ARTICLE 10 INFORMAL ACTION OF DIRECTORS : If all of the directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writing evidencing their consent is filed with the secretary of the corporation, the action shall be valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE 11 AMENDMENT OF ARTICLES : This corporation reserves the right to adopt, alter, amend, or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in accordance with Florida law.

Whereas, the undersigned, as Incorporator, has executed these Articles of Incorporation on this, the 26th day of November, 2001.


James Joliet, as Incorporator

Having been designated as the Registered Agent in the foregoing articles, is familiar with and accepts the obligations of the position of registered agent.

James Joliet
James Joliet, as Registered Agent

Doc. # J430-441-68-343

STATE OF FLORIDA
COUNTY OF PASCO

Before me, the undersigned authority, personally appeared James Joliet to me known as the person who executed the foregoing Articles of Incorporation, and acknowledged to and before me that he executed such instrument.

Wherefore, I hereunto set my hand and seal this 26 day of NOVEMBER, 2001.



Donna J. Valcourt
MY COMMISSION # CC814697 EXPIRES
April 5, 2003
BONDED THRU TROY RAIN INSURANCE, INC

Donna J. Valcourt
NOTARY PUBLIC
My Commission Expires:

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2001 NOV 28 PM 3:24
SECRETARY OF STATE
TALLAHASSEE FLORIDA