TRANSMITTAL LETTER

ASCOMMON TO

Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

SUBJECT:	Tally - Ho Too Enterprises, Inc. (Proposed corporate name - must include suffix)	P/K
----------	--	-----

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

\$	7	0.0	00
 _		_	

\$78.75

Filing Fee

Filing Fee

& Certificate of Status

2878.75

\$87.50

Filing Fee

& Certified Copy

Filing Fee, Certified Copy

& Certificate of

Status

ADDITIONAL COPY REQUIRED

1: 23	FROM:	Sonya Daws P. A. Name (Printed or typed)
		3116 Capital Circle Northeast, #5
02 JAN	W	Tallahassee FL 32309 City, State & Zip
	,	(850) 668-5246 Destino Telephone number

-01/15/02--01042--019 *****78.75 *****78.75

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION OF TALLY-HO TOO ENTERPRISES, INC.

The undersigned hereby makes, subscribes, acknowledges, and files this certificate for the purpose of becoming a corporation for profit under the laws of the State of Florida:

ARTICLE I

Name

The name of this Corporation shall be TALLY-HO TOO ENTERPRISES, INC.

ARTICLE II

Purpose

This Corporation shall be organized for the purpose of engaging in any business which is lawful under the laws of the State of Florida.

ARTICLE III

<u>Agent</u>

The registered agent of this Corporation shall be Sonya K. Daws, Esq. The address of the registered agent shall be 3116 Capital Circle Northeast, Suite 5, Tallahassee, Florida 32308.

ARTICLE IV

Existence

This Corporation shall have perpetual existence.

ARTICLE V

<u>Address</u>

The initial street address of the principal office of this Corporation shall be 8055 Jordan Court, Tallahassee, Florida 32309.

ARTICLE VI

Capital Stock

The authorized capital stock of this Corporation shall consist of 10,000 shares of voting common stock having a par value of ten cents (\$0.10) each.

ARTICLE VII

Preemptive Rights, Cumulative Voting

Holders of the capital stock of the Corporation shall have the preemptive right to purchase any new shares of stock or securities, or rights to acquire stock or securities of the Corporation. Cumulative voting shall not be allowed in the election of its directors or for any other purposes.

ARTICLE VIII

Directors

This Corporation shall have no less than one director (1) nor more than three (3). The Board of Directors of the Corporation shall consist of all of the stockholders (or, if any stockholder is a corporation or other entity, such shareholder's duly authorized representative). The initial director of the Company shall be as follows:

<u>Name</u>	Address
Lisa W. Goode	8124 Sorrel Lane Montgomery, Alabama 36117
Julie W. Glaze	8055 Jordan Court Tallahassee, Florida 32309

ARTICLE IX

Incorporator

The name and address of the Incorporator is: Julie W. Glaze, 8055 Jordan Court, Tallahassee, Florida 32309.

ARTICLE X

Officers

The officers of the Corporation shall be a president, vice president and a secretary/treasurer, and such other officers or agents as may be appointed by the Board of Directors. All officers, agents or employees as may be necessary shall be chosen in such a manner, for such time, and have such duties as may be described by the By-Laws or determined by the Board of Directors. The names of the initial officers are as follows:

Office

<u>Name</u>

President/Secretary

Lisa W. Goode

Vice President/Treasurer

Julie W. Glaze

ARTICLE XI

Indemnification

The Corporation shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that he is or was a director, officer, employee, or agent of the Corporation, or is, or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorneys' fees, judgments, fines and amounts paid in settlement) actually and reasonably incurred by him in connection with such action, suit or proceeding, including appeals, to the full extent permitted under Chapter 607, Florida Statutes, or its successor statute.

Indemnification as provided hereunder shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of his heirs, executors, administrators and assigns.

IN WITNESS WHEREOF, I, the undersigned Incorporator, hereby set my hand and seal this 15 hand day of January, 2002, for the purpose of forming this Corporation under the laws of the State of Florida, and I hereby make and file in the Office of the Secretary of the State in the State of Florida the Certificates of Incorporation and certify that the facts herein stated are true.

Julie W. Glaze, Incorporator

3

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

The name of the corporation is: TALLY-HO TOO ENTERPRISES, INC.

1.

2.	The name and address of the registered agent and office is:	FG R
	Sonya K. Daws, Esq. (NAME)	OZ JAN 15
	3116 Capital Circle Northeast, Suite 5 (P.O. BOX NOT ACCEPTABLE)	PM 2:56
	Tallahassee, Florida 32308 (CITY/STATE/ZIP)	
	SIGNATURE	
	TITLE: Registered Agent DATE: 156	

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

DATE 1 5 10 2 REGISTERED AGENT FILING FEE: \$35.00