Electronic Articles of Incorporation For

P03000098150 FILED September 08, 2003 Sec. Of State

PHILTHY PHIL'S, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

PHILTHY PHIL'S, INC.

Article II

The principal place of business address:

678 75TH AVENUE ST. PETE BEACH, FL. 33706

The mailing address of the corporation is:

C/O ACCOUNTING RESULTS, INC. 3535 1ST AVENUE NORTH ST. PETERSBURG, FL. US 33713

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is: 100

Article V

The name and Florida street address of the registered agent is:

VANESSA A LONG C/O ACCOUNTING RESULTS, INC. 3535 1ST AVENUE NORTH ST. PETERSBURG, FL. 33713

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: VANESSA A. LONG

Article VI

The name and address of the incorporator is:

MARK A. FERGUSON 7937 9TH AVENUE SOUTH ST. PETERSBURG, FL 33707

Incorporator Signature: MARK A. FERGUSON

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P MICHAEL HERETICK 526 CENTRAL AVENUE, SUITE 200 ST. PETERSBURG, FL. 33701 US

Title: VP MARK A FERGUSON 7937 9TH AVENUE SOUTH ST. PETERSBURG, FL. 33707 US

Title: VP PAUL HERETICK 526 CENTRAL AVENUE, SUITE 200 ST. PETERSBURG, FL. 33701 US

Title: S, T KENNETH HERETICK 526 CENTRAL AVENUE, SUITE 200 ST. PETERSBURG, FL. 33701 US

Article VIII

The effective date for this corporation shall be:

09/08/2003