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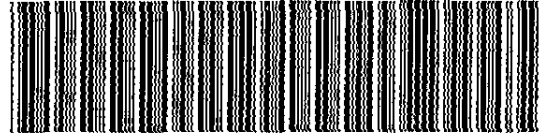
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DOZIER & DOZIER

ATTORNEYS AT LAW
2407 FRUITVILLE ROAD
SARASOTA, FLORIDA 34237

LAMAR B. DOZIER (1906-1998)
THOMAS A. DOZIER

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SARASOTA, FLORIDA 34230
TELEPHONE: (941) 953-5797
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November 10, 2003

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Tony's Vinyl, Inc.

Gentlemen:

Enclosed is the original and a copy of the Articles of Incorporation for the above named corporation to be filed with the Secretary of State, along with our check in the amount of \$70.00 to cover the filing fee. Please have the enclosed copy of the Articles stamped with a filing date, and return it to our office along with your cover letter providing the assigned document number. We do not need a certified copy.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

DOZIER & DOZIER



Thomas A. Dozier

TAD:bap
Enclosures

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**ARTICLES OF INCORPORATION OF
TONY'S VINYL, INC.**

ARTICLE 1. - NAME

The name of this corporation is TONY'S VINYL, INC.

ARTICLE 2. - DURATION

The term of existence of the corporation is perpetual.

ARTICLE 3. - PURPOSE

This corporation is organized for the purpose of engaging in and transacting any and all activities or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE 4. - POWERS

This corporation shall have all of the powers enumerated in the Florida Business Corporation Act.

ARTICLE 5. - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock with a par value of \$1.00 per share.

ARTICLE 6. - PREEMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase upon such price, terms and conditions as shall be fixed by the Board of Directors, shares of any class, kind or series of stock in this corporation that may, from time to time, be issued. Such preemptive rights shall apply to such shares whether such additional shares constitute a part of the shares presently or subsequently authorized or constitute shares in the treasury of the corporation and shall be exercised in the ratio that the number of shares held by each stockholder at the time of issue bears to the total number of shares outstanding in the name of all stockholders.

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ARTICLE 7. - PRINCIPAL OFFICE AND REGISTERED AGENT

The mailing address of the corporation is 2291 Doud Street, Sarasota, FL 34231, and the street address of the initial registered office of the corporation is 2291 Doud Street, Sarasota, FL 34231, and the name of the initial registered agent at such address is: Anthony J. Couto.

ARTICLE 8. - DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Anthony J. Couto
2291 Doud Street
Sarasota, FL 34231

ARTICLE 9. - INCORPORATORS

The names and addresses of the Incorporators are:

Anthony J. Couto
2291 Doud Street
Sarasota, FL 34231

ARTICLE 10. - CUMULATIVE VOTING

At each election for directors every shareholder entitled to vote in the election shall have the right to cumulate his votes by giving one candidate as many votes as the number of his shares, or by distributing the votes on the same principal among any number of the candidates.

ARTICLE 11. - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in the Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

The undersigned Incorporators have executed these Articles of Incorporation on the 6 day of November, 2003.


ANTHONY J. COUTO

STATE OF FLORIDA)
COUNTY OF SARASOTA)

The foregoing instrument was acknowledged before me this 6th day of November, 2003, by ANTHONY J. COUTO, as Incorporator.

(SEAL)


THOMAS A. DOZIER, Notary Public

Personally Known _____ OR Produced Identification X
Type of Identification Produced FLORIDA DRIVER LICENSE




Thomas A. Dozier
MY COMMISSION # DD050392 EXPIRES
September 20, 2005
BONDED THRU TROY FAIN INSURANCE, INC.

ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT FOR
TONY'S VINYL, INC.

Having been named to accept service of process for the above stated corporation, at the place designated in the corporation's Articles of Incorporation, I hereby acknowledge and accept the appointment and agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: November 6, 2003.



ANTHONY J. COUTO, Registered Agent

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