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Preston & Cowan, L.L.P.

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April 30, 2004

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 AND TEXAS

Writer's Direct Dial Number

Articles of Incorporation for Tampa Seven Corporation RE:

To Whom It May Concern:

Enclosed please find in regards to the above-referenced matter the following:

- Articles of Incorporation of Tampa Seven Corporation, for filing with the 1. State of Florida; and
- Check number 1043 in the amount of seventy-eight dollars and seventy-2. five cents (\$78.75).

Thank you for your assistance in this matter.

Very Truly Yours,

PRESTON & COWAN, L.L.P.

Karen Lawrence, CP Certified Paralegal to Kenneth A. Scaz, Esq.

/kfl enclosures

ARTICLES OF INCORPORATION

Of

TAMPA SEVEN CORPORATION

The undersigned incorporator, hereby makes, acknowledges and files with the Secretary of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

<u>ARTICLE I</u>

The name of this corporation shall be <u>Tampa Seven Corporation</u>.

ARTICLE II

The principal place of business for the corporation, and the mailing address for the corporation, shall be as follows:

The Tampa Seven Corporation 100 North Tampa Street, Suite 1975 Tampa, FL 33602.

ARTICLE III

The purpose for which this corporation is organized is as follows:

- (a) To buy and to sell real estate and related properties.
- (b) To do everything necessary and proper for the accomplishment of the objects enumerated in its Articles of Incorporation necessary or incidental to the protection or benefit of the corporation and, in

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addition to the specific powers herein enumerated, to have any and all rights, powers, and privileges which are, can be, or may be granted to corporations incorporated under the laws of the State of Florida and, in that connection to carry on any lawful business necessary or incidental to the attainment of the objects of the corporation, whether such business is similar in nature to the objects set forth in the Articles of Incorporation or any amendment thereof.

ARTICLE IV

The authorized capital stock of the corporation is 7000 shares of common stock with a par value of \$0.01per share; each share shall be entitled to vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, with property, or in labor or services at a valuation to be fixed by the incorporator or by the Board of Directors at a meeting called for such purpose. All stock, when issued, shall be fully paid for and shall be non-assessable.

ARTICLE V

This corporation shall have perpetual existence.

ARTICLE VI

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time, but shall never be less than one (1). The names and addresses of the initial officers are as follows:

John Gallagher - President 9153 Jakes Path Largo, FL 33771

Jo DeMartino – Vice-President 2909 West Fountain Blvd. Tampa, FL 33609

James Falvo – Secretary-Treasurer 2909 West Fountain Blvd. Tampa, FL 33609

The Board of Directors shall be elected annually by the stockholders at their annual meeting, or at a special meeting held for that purpose. All vacancies on the Board shall be filled by the Board until the next annual meeting.

A quorum for the transaction of business shall be a majority of the Directors qualified and acting, and the act of the majority of the Directors present at a meeting, which a quorum is present, shall be the act of the Directors. The Directors may make or amend the Bylaws. The meeting of the Directors may be held within or without the State of Florida. A person shall not have to be a stockholder to qualify as a director.

The Board of Directors shall have full power to fix their own compensation including any bonus or gratuity and to fix the compensation of any of the officers or any other member of the Board performing special services for the

corporation, and any member of the Board may vote upon such compensation matters even though his/her own compensation may be the subject of the resolution.

ARTICLE VII

The time and place of the annual stockholders' meeting shall be the 1st day of June of each and every year at a place to be determined by the Board of Directors in sufficient time prior to the meeting to provide proper notice thereof. Any stockholder may waive notice thereof before or after the meeting.

ARTICLE VIII

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares, except as provided in these Articles of Incorporation.

ARTICLE XIV

The name and address of the initial registered agent and registered office of this corporation is:

Kenneth A. Scaz 100 North Tampa Street Suite 1975 Tampa, FL 33602.

ARTICLE XV

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

ARTICLE XVI

The name and address of the Incorporator is:

John Gallagher 9153 Jakes Path Largo, FL

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST - That Tampa Seven Corporation qualifies under the laws of the State of Florida, with its principal place of business in the City of Tampa, State of Florida, has named Kenneth A. Scaz, PRESTON & COWAN, L.L.P., 100 North Tampa Street, Suite 1975, Tampa, Florida 33602, as its agent to accept service of process within Florida.

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I AM HEREBY FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR TAMPA SEVEN CORPORATION 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.

The foregoing instrument was acknowledged before me by Kenneth A. Scaz, who as identification, as

Expiration Date:

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

is personally known to me or who produced

this Orday of

AY COMMISSION # DD 315840 EXPIRES: May 3, 2008 Bonded Thru Budget Notary Services

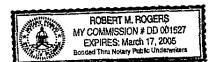
John Gallagher

State of Florida

SS:

County of Hillsborough

BEFORE ME, the undersigned authority, personally appeared John Gallagher, who is the incorporator of Tampa Seven Corporation, and who is personally known to me or who produced From 6477-12 066-0 as identification, and who acknowledged before me that he executed the above Articles of Incorporation on behalf of Tampa Seven Corporation for the purposes therein stated.



NOTARY PUBLIC

Expiration Date: