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04 JUL 15 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

07-19-04

Arthur W. Trufelli

*Attorney at Law
Florida & New York*

FLORIDA SECRETARY OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

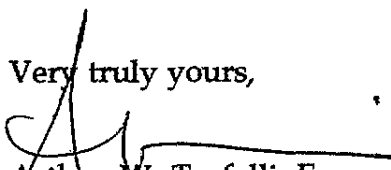
re: Articles of Incorporation
Name: Jimmy's Trolley Corp
Date: 7/13/04

Dear Sir,

Enclosed are two original Articles of Incorporation for the above corporation, together with my check in the amount of \$78.75 covering filing charges and certification fee. Please return a certified copy of the articles and your filing receipt to me.

Thank you for your consideration.

Very truly yours,


Arthur W. Trufelli, Esq.
encls.

**ARTICLES OF INCORPORATION
OF
JIMMY'S TROLLEY, CORP.**

FILED
04 JUL 15 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator hereby forms a corporation under Chapter 607 of the Laws of the State of Florida.

ARTICLE. 1 NAME

The name of the corporation shall be **JIMMY'S TROLLEY, CORP.**, and the address of the principal office of the corporation shall be 8802 S. MARY CIRCLE, PBG, FL 33410, and the mailing address shall be the same.

ARTICLE 2. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE 3. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 50 shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE 4. REGISTERED AGENT

The initial registered agent of the corporation is JAMES LEASURE and his address is 8802 S. MARY CIRCLE, PBG, FL 33410..

ARTICLE 5. TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE 6. OFFICERS AND DIRECTORS

This corporation shall have the following officers and directors who shall hold office for the first year of the corporation, or until their successors have been elected or appointed:

JAMES LEASURE
Pres./Director

8802 S. MARY CIRCLE
PBG, FL 33410

ARTICLE 7. SPECIAL PROVISIONS

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C. 1361 set. seq., and shall take all actions necessary to obtain and maintain its active status as an S corporation as defined therein.

ARTICLE 8. INCORPORATOR

The name and address of the incorporator is as follows:

JAMES LEASURE
8802 S. MARY CIRCLE
PBG, FL 33410

ARTICLE 9. AMENDMENT

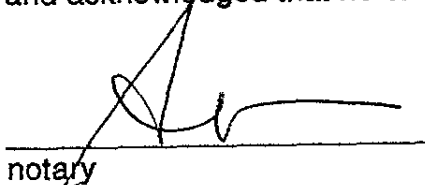
The corporation reserves the right to amend or repeal any provisions contained in these Articles of incorporation or any amendment thereof, and any right conferred on a shareholder shall be subject to this provision.

IN WITNESS WHEREOF, the undersigned has executed this document this 13th day of JULY 2004.


JAMES LEASURE

State of Florida
County of Palm Beach

Before me personally came, JAMES LEASURE, to me personally known to be the individual described in and who executed the above document in my presence and acknowledged that he executed the same this 13th day of JULY 2004.


notary



Arthur W Trufelli
My Commission CC992080
Expires March 19, 2005

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of JIMMY'S TROLLEY, CORP., which is contained in the foregoing Articles of incorporation.

dated this 13th day of JULY, 2004


JAMES LEASURE