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(Requestor's Name)

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(City/State/Zip/Phone #)

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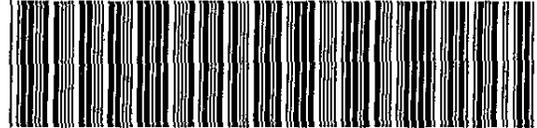
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 AUG 12 PM 1:45

ROBERT B. WALLACE

Attorney at Law

3805 University Boulevard West
Jacksonville, Florida 32217

Telephone (904) 733-5190
Fax (904) 733-9602

August 10, 2004

Corporate Records Bureau
Division of Corporations
P O Box 6327
Tallahassee, Florida 32314

Dear Sirs:

I am sending to your office Articles of Incorporation. Pursuant to Florida Statutes, I am enclosing \$78.75. Please return the Certified Copy to my office. Thank you for your assistance.

Sincerely,



Robert B. Wallace
Attorney at Law

RBW/dlc
Enclosures

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION

OF

TRADE & PLAY, INC.

The undersigned Incorporator of these Articles of Incorporation is a natural person competent to contract and hereby forms a corporation for profit under the General Corporation Act and other laws of the State of Florida.

ARTICLE I. NAME AND PRINCIPAL OFFICE

The name of this corporation is Trade & Play, Inc. and its principal office is located at 10728 Chambers Way East, Jacksonville, Florida 32257.

ARTICLE II. DURATION

This corporation is to exist perpetually.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV. CORPORATE POWERS

This corporation shall have all and singular the following powers:

To invest the funds of the corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and to own real and personal property necessary for the rendering of the corporation's business.

To enter into, or become a partner in, any arrangement for sharing profits, union of interest, or cooperation, joint venture or otherwise, with any person, firm or corporation, and to carry on any business which this corporation has the direct or incidental authority to pursue.

To enter into, for the benefit of its employees, one or more of the following: (1) a pension plan, (2) a profit-sharing plan, (3) a stock bonus plan, (4) a thrift and savings plan, (5) a restricted stock option plan, or (6) other retirement or incentive compensation plan.

To purchase and acquire any or all of its shares owned and held by any such stockholder as should desire to sell, transfer or otherwise dispose of his shares, or any or all of its shares owned and held by a stockholder who dies, provided, however, the capital of this corporation cannot be impaired thereby.

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To do anything necessary and proper for the accomplishment or furtherance of any of the purposes or objects of this corporation enumerated in these Articles of Incorporation, or any amendment to it, necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation.

To have, in furtherance of the corporate purpose, all of the powers conferred upon corporations organized under the Florida General Corporation Act subject to any limitations contained in these articles of incorporation.

ARTICLE V. CAPITAL STOCK

This corporation is authorized to issue ten thousand shares of one (\$1.00) par value common stock. All shares of common stock shall be identical with each other in every respect and the holders of common shares shall be entitled to one vote for each share on all matters.

ARTICLE VI. VOTING

The holders of seventy five percent of the common stock shall be necessary to and shall constitute a quorum at a meeting of shareholders for the transaction of any business and the proportion of votes of the holders of shares that shall be necessary at any meeting for the transaction of any business shall be fifty one percent.

ARTICLE VII. PREEMPTIVE RIGHTS

Holders of common stock shall have the preemptive right to subscribe for, purchase, or receive any shares of the corporation of any class, or any options or warrants for such shares, or securities convertible into such shares, which may at any time be issued, sold or offered for sale by the corporation.

ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 10728 Chambers Way East, Jacksonville, FL 32257 and the name of the initial registered agent of this corporation at that address is Joel Hegeman. The stockholders shall have the power to establish branch offices, and to move the principal office to any other address in Florida.

ARTICLE VIII. INCORPORATORS

The names and addresses of the persons signing these articles are:

Joel Hegeman
10728 Chambers Way East
Jacksonville, FL 32257

Lindsey Todd Fordham
1600 Nottingham Knoll

Jacksonville, FL 32225

Joel Smeenge
135 Fifth Avenue North
Jacksonville Beach, FL 32250

ARTICLE X. MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

ARTICLE XI. BY-LAWS

The stockholders of this corporation shall have the sole power to adopt, amend or repeal By-laws for the management of this corporation, and the duties of the officers of this corporation shall be prescribed by such By-laws.

ARTICLE XII. OFFICERS

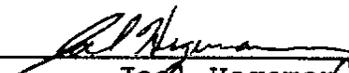
The initial officers of the corporation who shall hold office for the ensuing year until their respective successors are chosen and qualify are:

President	Joel Hegeman
Vice President	Lindsey Todd Fordham
Vice President	Joel Smeenge

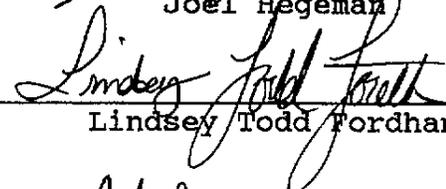
ARTICLE XIII. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF the undersigned subscribers have executed these Articles of Incorporation on _____, 2004.



Joel Hegeman



Lindsey Todd Fordham



Joel Smeenge

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

In pursuance of Florida Statutes, the following is submitted in
compliance with said Act:

First that Trade & Play, Inc., desiring to organize under the Laws
of the State of Florida with its principal office, as indicated in
the Articles of Incorporation at the City of Jacksonville, Florida,
has named

Joel Hegeman

located at:

10728 Chambers Way East
Jacksonville, FL 32257

9166 Upstream Ct.
Jacksonville, FL

as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated
corporation, at the place designated in this certificate, I hereby
accept to act in this capacity.



Joel Hegeman

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