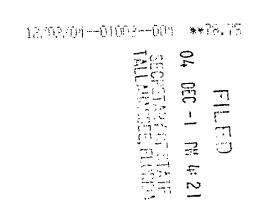
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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): 1.	Requester's Name P.O. Box 1308 Address Tallalasia Phone #	
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NEW FILINGS AMENDMENTS Amendment Resignation of R.A., Officer/Director Limited Liability Domestication Other OTHER FILINGS REGISTRATION/QUALIFICATION Annual Report Fictitious Name Reinstatement Trademark	Walk in Pick up time	Certified Copy
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Annual Report Fictitious Name Fictitious Name First English Foreign Limited Partnership Reinstatement Trademark	Not for Profit Limited Liability Domestication	Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal
Fictitious Name Limited Partnership Reinstatement Trademark	OTHER FILINGS	REGISTRATION/QUALIFICATION
		Limited Partnership Reinstatement Trademark
CR2E031(7/97)		Examiner's Initials

ARTICLES OF INCORPORATION

- Article I. The name of the corporation shall be Top Shelf Leisure Amusement, Inc.
- Article II. The address of the initial office is:

Top Shelf Amusement, Inc. 16440 South Tamiami Trail, Suite 1 Fort Myers, Florida 33508

Article III. Top Shelf Amusement is authorized to issue 100,000,000 shares.

Article IV. The registered agent is Robert S. Rhinehart, Jr., whose address is:

644 NE Capital Circle Tallahassee, Florida 32301

I have read the statues prescribing the duties of registered agents and am familiar with the duties of the position, and I hereby accept designation as registered agents.

Robert S. Rhinehart, Jr.

Article V. The incorporator is Robert S. Rhinehart, Jr., whose address is:

644 NE Capital Circle Tallahassee, Florida 32301

Article VI. Officers and directors shall be as provided in the bylaws.