

JAN 11-2005 15:59

WILLIAMSON DIAMOND CATON

727 398 3600

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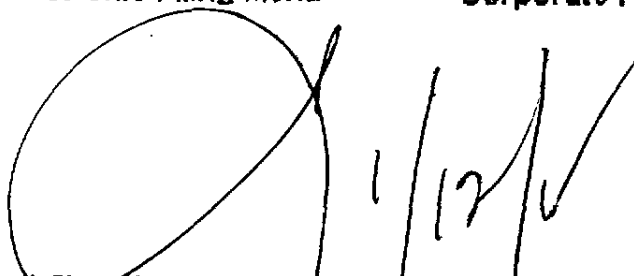
CATFISH INVESTMENTS, INC.

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**ARTICLES OF INCORPORATION
OF
CATFISH INVESTMENTS, INC.**

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2005 JAN 11 A 8:48
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLE 1: NAME AND MAILING ADDRESS

The name of this Corporation is CATFISH INVESTMENTS, INC., and its principal office address is: 776 North Missouri Avenue, Largo, Florida 33770 and its mailing address is: 776 North Missouri Avenue, Largo, Florida 33770.

ARTICLE 2: DURATION

This Corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of the State of Florida.

ARTICLE 3: PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 4: CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

ARTICLE 5: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 776 North Missouri Avenue, Largo, Florida 33770 and the name of the initial registered agent is STEVEN WESTPHAL.

ARTICLE 6: INITIAL BOARD OF DIRECTORS

This Corporation initially shall have one (1) Director, initially. The number of directors may be either increased or diminished from time to time as provided in the Bylaws but shall never be less

Richard P. Caton, Esquire
Williamson, Diamond & Caton, P.A.
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Seminole, FL 33772
(727) 398-3600

WILLIAMSON, DIAMOND & CATON, P.A.

9075 SEMINOLE BOULEVARD
SEMINOLE, FL 33772

150 2ND AVENUE NORTH
SUITE 840
ST. PETERSBURG, FL 33791

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than one. The names and addresses of the initial directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
STEVEN WESTPHAL	20025 Gulf Boulevard Indian Shores, Florida 33785

ARTICLE 7: INCORPORATOR

The name and address of each person signing these Articles is:

<u>NAME</u>	<u>ADDRESS</u>
STEVEN WESTPHAL	20025 Gulf Boulevard Indian Shores, Florida 33785

ARTICLE 8: INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

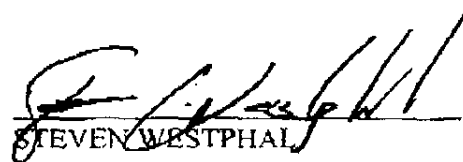
ARTICLE 9: BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE 10: AMENDMENT

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

10th IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this day of January, 2005.


STEVEN WESTPHAL

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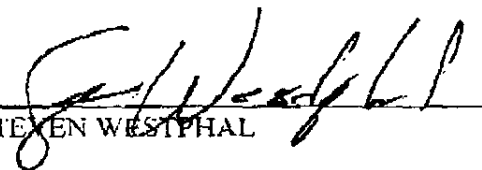
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ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

Dated this 10 day of January, 2005.


STEVEN WESTPHAL

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SEMINOLE COUNTY
TALLAHASSEE, FLORIDA

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TOTAL P.04