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To:
Division of Corporations
Fax Number : (850) 205-0381

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0696
Fax Number : (305) 672-9110

FLORIDA PROFIT CORPORATION OR P.A.

Topper Town of Brandon, Inc.

| | |
|-----------------------|---------|
| Certificate of Status | 1 |
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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
TOPPER TOWN OF BRANDON, INC.

Article II. Address

The Corporation's mailing address is:
TOPPER TOWN OF BRANDON, INC.
2115 BELLEAIR RD.
CLEARWATER FL 33764

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
JAMES F. ROSSEWEY
2115 BELLEAIR RD.
CLEARWATER FL 33764

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
JAMES F. ROSSEWEY

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

John Frazier, Esq. (FL Bar Member)
Law Offices of Joseph F. Pippen, Jr. & Associates, PL
10225 Ulmerton Road, Building 11
Largo FL 33771
727 586 3306

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

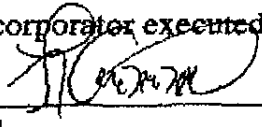
The name and address of the incorporator is:

John Frazier, Esq.
10225 Ulmerton Road, Building 11
Largo FL 33771

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on March 14, 2005.

The undersigned incorporator executed these Articles of Incorporation on March 14, 2005.



JOHN FRAZIER, ESQ.
by F.E. Cammarata as attorney-in-fact

John Frazier, Esq. | FL Bar Member
Law Offices of Joseph F. Pippen, Jr. & Associates, PL
10225 Ulmerton Road, Building 11
Largo FL 33771
727 586 3308

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

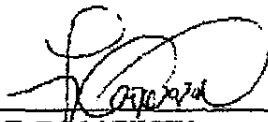
CORPORATION:

TOPPER TOWN OF BRANDON, INC.

REGISTERED AGENT/OFFICE:

**JAMES F. ROSSEWEY
2115 BELLEAIR RD.
CLEARWATER FL 33764**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



JAMES F. ROSSEWEY
by F.E. Cammarata as attorney-in-fact

Date: March 14, 2005

**John Frazier, Esq. | FL Bar Member
Law Offices of Joseph F. Pippen, Jr. & Associates, PL
10225 Ulmerton Road, Building 11
Largo FL 33771
727 586 3306**

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