

P95000016330

Andrew T. Libby, Jr.
806 South MacDill Ave.
Tampa, Florida 33609
Phone: (813) 877-8027

January 30, 1995

Division of Corporations
Department of State - Florida
P.O. Box 6327
Tallahassee, FL 32314

300001400463
-02/08/95--01069--006
****122.50 ****122.50

Re: Central Trade Resources, Ltd.
a for profit corporation

Dear Sir or Madam:

W95-3/24

Enclosed please find two originals of the Articles of Incorporation of the above-referenced for profit corporation and a check for the filing fee in the amount of \$ 122.50. Please file the Articles and return one original showing the Division's filing stamp and the "CUS" to the undersigned for the company records.

If you should have any questions, please do not hesitate to call Andrew T. Libby, Jr., at (813) 877-8027.

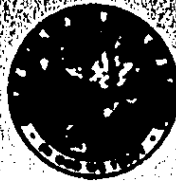
Very truly yours,

Andrew T. Libby, Jr.
Andrew T. Libby, Jr.

LB 2/28/95

FILED
1995 FEB 28 PM 3:00
TALLAHASSEE, FLORIDA

COPY



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 10, 1995

ANDREW T. LIBBY, JR.
806 SOUTH MCDILL AVE.
TAMPA, FL 33609

COPY

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SUBJECT: CENTRAL TRADE RESOURCES, LTD.
Ref. Number: W9500003124

We have received your document for CENTRAL TRADE RESOURCES, LTD. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The use of LIMITED or LTD. is not sufficient as a corporate suffix. The name must include a word such as INCORPORATED, INC., CORPORATION, CORP., COMPANY, or CO.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6928.

Agnes Bundick
Corporate Specialist

Letter Number: 695A00005999

COPY

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Andrew T. Libby, Jr.
806 South MacDill Ave.
Tampa, Florida 33609
Phone: (813) 877-8027

February 23, 1995

Division of Corporations
Department of State - Florida
P.O. Box 6327
Tallahassee, FL 32314

Re: Central Trade Resources Ltd., Inc.
a for profit corporation

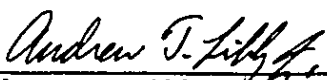
Dear Sir or Madam:

Please reference the attached photocopy of letter received from your office dated February 10, 1995.

Enclosed please find two originals of the Articles of Incorporation of the above-referenced for profit corporaiton as resubmitted. Please file the Articles and return one original showing the Division's filing stamp and the "CUS" to the undersigned for the company records.

If you should have any questions, please do not hesitate to call Andrew T. Libby, Jr., at (813) 877-8027.

Very truly yours,



Andrew T. Libby, Jr.

FILED
1995 FEB 28 PM 3:00
S. ALBANY STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CENTRAL TRADE RESOURCES LTD., INC.

The undersigned, for the purpose of forming a corporation under the provisions of Chapter 607, Fla. Stat., the Florida Business Corporation Act, hereby states the following:

ARTICLE I - NAME AND ADDRESS

Section 1. The name of the Corporation shall be Central Trade Resources Ltd., Inc.

Section 2. The initial principal office and the initial mailing address of the Corporation shall be 806 South MacDill Avenue, Tampa, Florida 33609.

ARTICLE II - DURATION

The Corporation shall have perpetual existence beginning on the date these Articles are filed in the Office of the Secretary of State.

ARTICLE III - PURPOSE AND POWERS

Section 1. The Corporation is formed for the purpose of engaging in any lawful activity or business for which corporations may be incorporated under the laws of the State of Florida.

Section 2. The Corporation may exercise all powers, rights and privileges conferred on corporations pursuant to the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The authorized capital stock of the Corporation shall be 10,000 shares of common stock, all of one class, having a par value of \$.01 per share.

ARTICLE V - BOARD OF DIRECTORS

Section 1. The business and affairs of the Corporation shall be managed by a Board of Directors, the members of which shall be hereinafter referred to as Directors.

Section 2. The number of Directors shall be as provided in the Bylaws of the Corporation, but shall not be less than two (2) members who need not be a resident of the State of Florida or shareholder of the corporation. At no time shall the corporation have more than five (5) Directors. The number of Directors may be increased or diminished from time to time by the By-Laws, however there shall never be less than two (2).

The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a Director or Officer of the corporation, and any person who serves at the request of this corporation as a Director or Officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of having heretofore or hereafter being a Director or Officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such Director or Officer, and shall reimburse each such person for all legal or other expenses reasonably incurred in connection with any claim or liability as to which it shall be adjudged that such Officer or Director is liable for negligence or willfull misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided for.

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the Directors of the corporation are pecuniarily or otherwise interested in, or are Directors or Officers of such other corporation; any Director individually or any firm of which any Director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any Director of the corporation who is also a Director or Officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, and may vote there-at to authorize any such contract or transaction, with the like force and effect as if he were not such Director or Officer of such other corporation or not so interested.

Section 3. Directors shall be elected and hold office as provided in the Bylaws.

ARTICLE VI - BYLAWS

Section 1. The Board of Directors shall adopt Bylaws for the Corporation at a meeting of the Board of Directors following the filing of these Articles of Incorporation.

Section 2. The power to adopt, alter, amend or repeal the Bylaws of the Corporation may be exercised by the Board of Directors or the stockholders in accordance with the provisions of the Bylaws.

Section 3. Any Bylaws adopted by the Board of Directors or the stockholders may be altered, amended or repealed by the other group, provided, however, that any Bylaw adopted by the stockholders may provide that it shall be altered, amended, or repealed only by the stockholders.

ARTICLE VII - REGISTERED OFFICE AND AGENT

Section 1. The street address of the initial registered office of the Corporation shall be 806 South MacDill Avenue, Tampa, Florida 33609.

Section 2. The name of the initial registered agent of the Corporation located at said address shall be Andrew T. Libby, Jr.

ARTICLE VIII - INCORPORATORS

The name and address of the incorporators are as follows:

NAME	ADDRESS
Andrew T. Libby, Jr.	806 South MacDill Ave. Tampa, Florida 33609
Susan C. Schuler	10225 Evening Trail Dr. Riverview, Florida 33569

IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation on January 30, 1995.

Andrew T. Libby, Jr.
Andrew T. Libby, Jr.

Susan C. Schuler
Susan C. Schuler

FILED

1995 FEB 28 PM 3:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

I hereby accept to act as initial Registered Agent for
Central Trade Resources, Ltd., Inc. as stated in these Articles of
Incorporation.

Andrew T. Libby, Jr.

Andrew T. Libby, Jr.