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LEGAL SERVICES OF BREVARD

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MELBOURNE, FLORIDA 32901
FAX (407) 984-9070

(407) 760-1754
(407) 768-1271

(407) 722-9119
(407) 722-3313

Department of State
Division of Corporations
Corporate Records Bureau
Post Office Box 6327
Tallahassee, Florida 32301

April 27, 1995

5000014710US
-05/02/95--01097--007
****122.50 ****122.50

Re: Central Florida Exotics, Inc.

Dear Sir/Madam,

Enclosed are an original and one (1) copy of the Articles of Incorporation of the above named Corporation. In addition please find a check in the amount of \$122.50.

Please file the original and return a certified copy to the undersigned at the address stated above.

Sincerely,

Marc Mazzone

Marc Mazzoucolo
Legal Document Typist

enclosures

5/5/95

(Signature)

**WE ARE A DOCUMENT TYPING SERVICE
WE DO NOT GIVE LEGAL ADVISE**

ARTICLES OF INCORPORATION
OF
CENTRAL FLORIDA EXOTICS, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONE: NAME: The name of the corporation shall be CENTRAL FLORIDA EXOTICS, INC.

ARTICLE TWO: DURATION: The term of existence of the corporation is perpetual.

ARTICLE THREE: PURPOSE: The purpose of the corporation is to transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act. CENTRAL FLORIDA EXOTICS, INC., also may own, buy, and sell parts or all of other businesses, real estate, and investments; conduct research; develop equipment; design, construct, own, sell, and lease equipment; and hold patents. CENTRAL FLORIDA EXOTICS, INC. may do writing of all types, including printing, publishing, distributing, buying, and selling; enter into textiles and their manufacture, distribution, sales, etc.; and take advantage of any and all opportunities, ventures, and spin-offs that are legally available.

ARTICLE FOUR: CAPITAL STOCK: The aggregate number of shares which the corporation has authority to issue is Five Hundred (500) shares, all of which shall be common shares with a par value of one dollar (\$1.00) each.

ARTICLE FIVE: REGISTERED OFFICE: The street address of the initial Registered Office of the corporation is 5525 Magnolia Road, St. Cloud, Florida 34773, and the name of the Registered Agent is RAYMOND M. GERA.

ARTICLE SIX: DIRECTORS: The Board of Directors of the corporation shall consist of no less than ONE and no more than TEN members. The names and addresses of the initial Board of Directors are:

Raymond M. Gera
5525 Magnolia Road
St. Cloud, FL 34773

Dwight A.J. Greenberg
5320 Shadwell Road
Cocoa, FL 32926

Eugene Goss Jr.
2891 King Oak Circle
St. Cloud, FL 34769

Donald C. Elmore
730 Bianca Dr. N.E.
Palm Bay, FL 32905

Frank Giammanco
411 Rider Circle
Kissimmee, FL 34743

ARTICLE SEVEN: INCORPORATORS: The incorporators of the corporation and the subscriber to these Articles of Incorporation is:

Raymond M. Gera
5525 Magnolia Road
St. Cloud, FL 34773

Dwight A.J. Greenberg
5320 Shadwell Road
Cocoa, FL 32926

Eugene Goss Jr.
2891 King Oak Circle
St. Cloud, FL 34769

Donald C. Elmore
730 Bianca Dr. N.E.
Palm Bay, FL 32905

Frank Giammanco
411 Rider Circle
Kissimmee, FL 34743

ARTICLE EIGHT: BY-LAWS AND ARTICLES OF INCORPORATION: The shareholders shall have the exclusive authority to formulate, approve and/or amend By-Laws of the corporation and shall have the exclusive authority to formulate, approve, and/or adopt these amendments to these Articles of Incorporation.

ARTICLE NINE: COMMENCEMENT OF EXISTENCE: The corporation shall be deemed to commence its existence upon the filing of these Articles in the Office of the Secretary of State of the State of Florida.

ARTICLE TEN: PRINCIPAL PLACE OF BUSINESS: The principal place of business for said corporation is: 5525 Magnolia Road, St. Cloud, Florida 34773 and the mailing address is: THE SAME.

DESIGNATION OF REGISTERED OFFICE AND REGISTERED AGENT

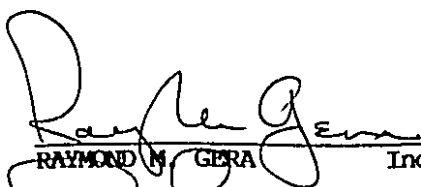

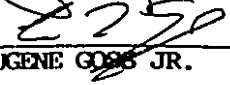


CENTRAL FLORIDA EXOTICS, INC., a Florida corporation, pursuant to Florida Statute 48.091, and its Articles of Incorporation, hereby designates **RAYMOND M. GERA** whose address is 5525 Magnolia Road, St. Cloud, Florida 34773 as its Registered Agent and Registered Office for the service of process as required by law.

I, **RAYMOND M. GERA** of 5525 Magnolia Road, St. Cloud, Florida 34773 having been named in the foregoing Designation of Registered Agent by **CENTRAL FLORIDA EXOTICS, INC.** a Florida corporation and being fully advised and apprised of the duties of a Resident Registered Agent for the service of process as prescribed by Florida Statute 48.091, do hereby accept said designation, and agree to accept service of process as Resident Registered Agent, to keep the office open during prescribed hours, to post my name in a conspicuous place in the office as required by law, and to otherwise comply with the obligations of a Resident Registered Agent to maintain a Registered Office as heretofore indicated.


RAYMOND M. GERA (Registered Agent)

DATED this 26th day of April, 1995.

IN WITNESS WHEREOF, I have subscribed my name this 26th day of April, 1995.


RAYMOND M. GERA Incorporator

DWIGHT A.J. GREENBERG Incorporator 4/25/95

EUGENE GOSS JR. Incorporator 4/26/95

DONALD C. ELMORE Incorporator 4/25/95

FRANK GIANNANCO Incorporator

Central Florida Exotics, Inc.
5525 Magnolia Road
St. Cloud, Fl. 34773

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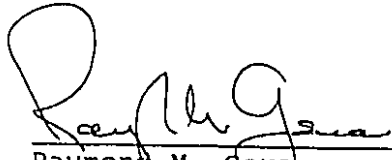
July 22, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

FILED
96 JUL 29 AM 11:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Secretary:

Enclosed please find our check for \$35.00 and Articles of
Dissolution for Central Florida Exotics, Inc., document number
P95000035513.


Raymond M. Gera
Registered Agent

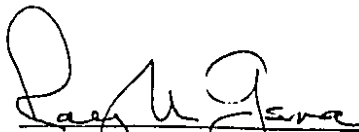
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-07/30/96--01102--006
*****35.00 *****35.00

Volun.
Dissolved
8/6/96
DC

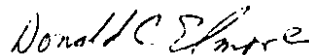
ARTICLES OF DISSOLUTION
OF
CENTRAL FLORIDA EXOTICS, INC.

FILED
96 JUL 29 11:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

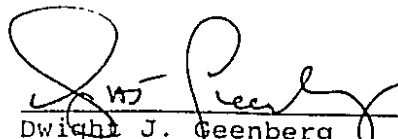
The undersigned officers and directors of Central Florida Exotics, Inc. being all of the holders of stock in this corporation hereby resolve that this corporation be dissolved in accordance with the minutes of the Special Meeting held on March 3, 1996.



Raymond M. Gera
Shareholder and Director



Donald C. Elmore
Shareholder and Director



Dwight J. Geenberg
Shareholder and Director



Frank Giampanco
Shareholder and Director

MINUTES OF SPECIAL MEETING OF
THE STOCKHOLDERS AND DIRECTORS
OF
CENTRAL FLORIDA EXOTICS, INC.

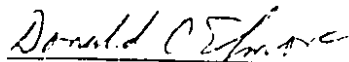
A special meeting was held at the registered office of the Corporation at 5525 Magnolia Road, St. Cloud, Florida on March 3, 1996 at 7:00 p.m.

The stockholders and directors listed below being all the stockholders and directors of the Corporation were present.

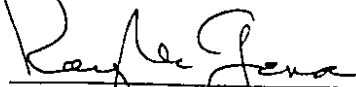
The meeting was called to order by Raymond Gera acting as Chairman. Mr. Gera stated that the purpose of this special meeting was to discuss the dissolution of the Corporation.

It was moved, seconded and by unanimous vote it was determined to dissolve the Corporation as soon as the proper tax returns were filed.

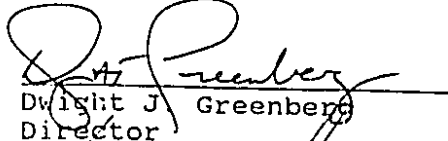
This being the only business, the meeting was adjourned at 7:25 p.m.



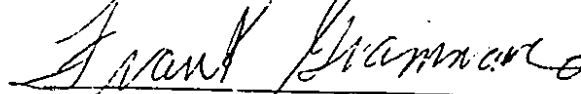
Donald C. Elmore
Secretary of the Meeting
and Director



Raymond M. Gera
Chairman of the Meeting
and Director



Dwight J. Greenberg
Director



Frank Giammarco
Director