P950003679/ TRANSMITTAL LETTER

STAY-8 AM 9:49

Department of State Division of Corporations P. O. Box 6327 Taliahasses, FL 32314

SUBJECT: Pota	TOHEAD,	/ルC・ ame - must include (iu(fix)	
Enclosed is an original for :		of the articles o		
FROM:	MICHAEL Name	FLAHE (printed or typed)	<u>ety</u>	100001480071 -05/03/9501023008 *****70.00 *****70.00
	40347	US 19N	<u>51E. 1</u>	<u> 36</u>
	TAR PON CH	SPRINGS ly, State & Zip	FL.	<u>34</u> 689
	8/3 - Daytime	28 /- // Telephone number	80	

NOTE: Please provide the original and one copy of the articles.

ARTICINS OF INCORPORATION

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POTATOHEAD, INC.

The undersigned incorporation(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the Corporation shall be:

POTATOHEAD, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

40347 US 19 N STE 136 TARPON SPRINGS FL. 34689

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 - SHARES

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

GREG RAUCKHORST 40347 US 19N STE. 136 TARPON SPRINGS FL. 34689

ARTICLE V INCORPORATOR(5)

The name(s) and street address(es) of the incorporator(s) to those Articles of incorporation is (see):

MICHAEL FLAHERTY.
NO347 US 19 N STE, 136
TARPON SPRINGS FL. 34689

The undersigned he	exe (everl) ex	cuted those Articles of Incorporation this
28	day of _	MARCH , 19 95.
	٠.,	Mull Signaturo/Tille
		Signature/Title
		Signalure/Tille

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 817.0501, FLORIDA STATUTES, THE UNDERSIGNED COMPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: POTATOHEAD, INC.
2. The name and address of the registered agent and office is:
GREG RAUSKHURST (Name)
40347 US 19N STE 136 (P.O. Box not acceptable)
TARPON SPRINGS FL. 34-689 (City/State/Zip)
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

(Signature)

3/28/95