

P95000043990

FINANCIAL RESOURCE GROUP
Accounting and Taxes
4525-A Bee Ridge Road
Sarasota FL 34233
(813) 379-9788

FILED
95 MAY 30 AM 11
TALLAHASSEE, FLORIDA

26 May 1995

CORPORATE RECORDS BUREAU

Corporate Records Bureau
Division of Corporations
Department of State
P O Box 6327
Tallahassee FL 32314

Re: Showcase Inc
& Financial Resource Group
4525-A Bee Ridge Road
Sarasota FL 34233

EFFECTIVE DATE

5-26-95

Ladies and Gentlemen

Enclosed herewith please find two originals of the Articles of Incorporation for Showcase TV Inc. Also enclosed is our check for \$ 70.00 to cover costs.

Filing Fee	\$ 35.00
Registered Agent Designation	<u>35.00</u>
Total	\$ 70.00

If there should be any questions or problems, please do not hesitate to call us.

Sincerely

John G Ropp
John G Ropp

Enclosures
2 orig art of inc
ck for \$ 70.00

jgr

JB 6/7

EFFECTIVE DATE
3-26-95

FILED
95 MAY 30 AM 11
HALL COUNTY, FLORIDA

ARTICLES OF INCORPORATION OF
Showcase Inc

ARTICLE I - Name

The name and address of the Corporation is:

Showcase Inc
2929 New England Street
Sarasota FL 34231

ARTICLE II - Existence

This Corporation shall commence existence on the date of execution and acknowledgment of these articles.

ARTICLE III - Purpose

The general purpose for which this Corporation is organized shall be the transacting of any or all lawful business which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes.

ARTICLE IV - Capital Stock

This Corporation is authorized to issue 500 shares of common stock, each having a par value of \$ 1.00.

ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 2929 New England Street, Sarasota, Fl 34231 and the name of the initial registered agent of this Corporation at that address is Lorilee Mouchlis.

ARTICLE VI - Initial Board of Directors

This Corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time by the By-Laws, but there shall always be at least one director. The names and addresses of the initial directors of this corporation are:

NAME	ADDRESS
Lorilee Mouchlis	2929 New England St, Sarasota Fl 34231
Heidi L Traber	2929 New England St, Sarasota Fl 34231

ARTICLE VII - Incorporator

The name and address of the person signing these Articles of Incorporation is: Lorilee Mouchlis, 2929 New England St
Sarasota, FL 34231.

ARTICLE VIII - By-Laws

The power to adopt, alter, amend or repeal By-Laws of this Corporation shall be vested in either the Board of Directors, or the Shareholders; provided, however, the Board of Directors may not alter, amend or repeal any By-Laws adopted by the shareholders if the shareholders specifically provide that the By-Law is not subject to alteration, amendment or repeal by the Board of Directors.

ARTICLE IX - Indemnification

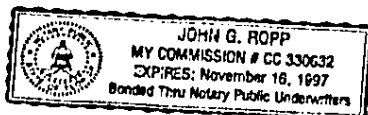
This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.


LORILEE MOUCHLIS

STATE OF FLORIDA

County of Sarasota

The foregoing instrument was acknowledged before me on this
26th day May, 1995.



ACCEPTANCE

The undersigned, having been designated in the foregoing Articles of Incorporation as Registered Agent, hereby agrees to accept said designation.


LORILEE MOUCHLIS