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LAW OFFICE OF

JOSEPH EVANSON

1100 Cleveland Street
Suite 203
Clearwater, FL 34618

Telephone
(813) 445-6900

February 29, 1996

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

TELEPHONE 1 732 1 507
-03/05/96--01035--001
***122.50 ***122.50

Re: TRANS SHOPPE, INC.

Gentlemen:


Enclosed please find the original Articles of Incorporation for the above named proposed Florida Corporation. Also enclosed is a check in the amount of \$122.50, representing payment of the following:

\$35.00	Filing Fee
52.50	Certified Copy Fee
35.00	Registered Agent Fee

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Thank you for your courtesies in this matter.

Sincerely,


JOSEPH G. EVANSON
Encl. (as stated)



ARTICLES OF INCORPORATION
OF

TRANS SHOPPE, INC.

ARTICLE I. CORPORATE NAME

The name of this Corporation is TRANS SHOPPE, INC., and its mailing address is 3128 9th Street N., St. Petersburg, FL 33704.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock having no par value.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence commencing upon the filing of these articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the Initial Registered Office for this Corporation in the State of Florida shall be: MARK LaVIGNE 3128 9th Street N., St. Petersburg, FL, 33704. The board of directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have one director(s) initially. The number of directors may be increased or diminished from time to time by the Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTOR

The name(s) and street address(es) of the initial director(s) of this Corporation is (are) MARK LaVIGNE, 7151 64th Street N., Pinellas Park, FL 34665. The person(s) named as initial director(s) shall hold office for the first year of existence of this Corporation or until their successor(s) is (are) elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the incorporator is MARK LaVIGNE, 7151 64th Street N., Pinellas Park, FL 34665.

ARTICLE IX. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X. PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XI. INDEMNIFICATION

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

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 21st day of February, 1996.

A handwritten signature in cursive script, reading "Mark LaVigne", written over a horizontal dashed line.

MARK LaVIGNE
INCORPORATOR

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.**

In compliance with Section 48.091, the following is submitted:

That TRANS SHOPPE, INC., desiring to organize under the laws of the State of Florida has named MARK LaVIGNE, located at 3128 9th Street N., St. Petersburg, FL 33704, as its agent to accept service of process within the state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

Mark LaVigne

MARK LaVIGNE
REGISTERED AGENT

FILED
CLERK OF COURT
ST. PETERSBURG, FLORIDA
JUL 11 1975