

P960000 21651

Dennis Massey
 Requestor's Name
 13969 W. Hillsborough Ave
 Address
 Ste. 48C
 Tampa FL 33635
 City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) (Document #)
2. _____ (Corporation Name) (Document #)
3. _____ (Corporation Name) (Document #)
4. _____ (Corporation Name) (Document #)

RECEIVED
 MAR 7 AM 6:59
 TALLAHASSEE, FLORIDA

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 Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FSN MAR 11 1996

Examiner's Initials	
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**ARTICLES OF INCORPORATION
OF
SLEEP WALKERS, INC.**

FILED
MAR - 7 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME.

The name of the corporation is **SLEEP WALKERS, INC.**

ARTICLE II. PRINCIPAL OFFICE.

The principal office of the Corporation is at 13949 West Hillsborough Avenue, Suites 4 & 5, Tampa, County of Hillsborough, State of Florida.

ARTICLE III. REGISTERED AGENT.

The registered agent for the Corporation is Dennis Harrop and the address to be used for service to the Corporation shall be at at 13949 West Hillsborough Avenue, Suites 4 & 5, Tampa, Florida 33635

ARTICLE IV. INCORPORATORS.

The names and addresses of the incorporators are as follows:

Dennis Harrop
13949 West Hillsborough Avenue
Suites 4 & 5
Tampa, Florida 33635

ARTICLE V. DURATION.

The Corporation shall have perpetual existence.

ARTICLE VI. PURPOSES.

The purpose for which this Corporation is organized is to engage in any and all lawful business.

ARTICLE VII. POWERS.

The Corporation may exercise any powers, without limitation whatsoever, which a corporation may legally exercise under the laws of the State of Florida where this Corporation is formed. In addition, the Corporation shall have the following specific powers:

(A) To elect or appoint officers and agents of the Corporation and to fix their compensation;

(B) To act as an agent for any individual, association, partnership, corporation or other legal entity;

(C) To receive, acquire, hold, exercise rights arising out of the ownership or possession thereof, sell, or otherwise dispose of, shares or other interests in, or obligations of, individuals, associations, partnerships, corporations, or governments;

(D) To receive, acquire, hold, pledge, transfer, or otherwise dispose of shares of the Corporation;

(E) To make gifts or contributions for the public welfare or for charitable, scientific or educational purposes.

ARTICLE III. CAPITAL STOCK.

Section 1. Authorized Shares. The total number of shares which this Corporation is authorized to issue is one hundred.

Section 2. Preemptive rights. Except as may otherwise be provided by the Board of Directors, no holder of any shares of the stock of the Corporation shall have any Preemptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

ARTICLE IX. COMMENCEMENT OF BUSINESS.

The minimum amount of capital with which the Corporation will commence business is One Hundred Dollars (\$100.00).

ARTICLE X. INTERESTED DIRECTORS.

No contract or transaction between this Corporation and any of its directors, or between this Corporation and any other corporation, firm, association, or other legal entity shall be invalidated by reason of the fact that the director of the Corporation has a direct or indirect interest, pecuniary or otherwise, in such corporation, firm, association, or legal entity, or because the interested director was present at the meeting of the Board of Directors which acted upon or in reference to such contract or transaction, or because they participated in such action, provided that the interest of each such director shall have been disclosed to or known by the Board and a disinterested majority of the Board shall have nonetheless ratified and approved such contract or transaction. Such interested director or directors may be counted in determining whether a quorum is present for the meeting at which such ratification or approval is given. If the vote of such interested director or directors, is, or was, necessary for the approval of such contract or transaction, then such contract or transaction shall, with disclosure of the director's or directors' interest, be submitted for the approval of or ratification by the stockholders.

ARTICLE X. OFFICERS.

The initial Directors of the Corporation shall be as follows:

Dennis Harrop
President
13949 West Hillsborough Avenue
Suites 4 & 5
Tampa, Florida 33635

IN WITNESS WHEREOF, the undersigned have hereunto set their hands this 4
day of MARCH 1996

Dennis Harrop
Dennis Harrop
President
13949 West Hillsborough Avenue
Suites 4 & 5
Tampa, Florida 33635

FILED
MARCH - 7 AM 8:59
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

I understand, accept and assume the duties and responsibilities of the position of Registered Agent of the aforementioned Corporation.

Dennis Harrop
Dennis Harrop
Registered Agent
13949 West Hillsborough Avenue
Suites 4 & 5
Tampa, Florida 33635