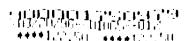


Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314



Subject: Retail Buildouts, Inc.
(Proposed Corporate Name)

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and check in the amount of \$ 122,50.

From:	Brian Felter	
	(Name)	
	3131 SW Martin Downs Blvd, Suite 353	77. 17. 18.50 18.50
	(Address)	R 20
	Palm City, FL 34990	
	(City, State & Zip)	0: 04 7.7.E 08.DA
	407-692-7230	
	(Telephone Number)	

Note: Additional copy of articles is needed only when certified copy is requested.

ARTICLES OF INCORPORATION OF

Retail Buildouts, Inc.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, herby adopt the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Retail Buildouts Inc.

ARTICLE II PRINCIPAL OFFICE

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

3131 SW Martin Downs Blvd., Suite 353 Palm City, FL 34990

ARTICLE III CAPITAL STOCK

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

500

ARTICLE IV INITIAL REGISTEREL AGENT AND ADDRESS

The name and address of the initial registered agent is:
Frank Stahlok
3131 SW Martin Downs Blvd., Suite 353
Palm City, FL 34990

ARTICLE V INCORPORATORS

The name and street addresses of the incorporator to these Articles of Incorporation are:

Brian Felter, President & Treasurer 3131 SW Martin Downs Blvd., Suite 353 Palm City, FL 34990

Susan Felter, Vice-President & Secretary 3131 SW Martin Downs Blvd., Suite 353 Palm City, FL 34990

Frank Stahlok, Registered Agent 3131 SW Martin Downs Blvd., Suite 353 Palm City, FL 34990

The undersigned has executed these Articles of Incorporation this 19th day of March, 1996

Brent State Lake	
Frank Stahlok, Registered Agent	
Brianfelter	
President &Treasurer	
Vice President & Secretary	
Vice President & Secretary	

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statues, the undersigned corporation, 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 r 2. The r	name and address <u>Frank Sta</u>		\
		Martin Downs Blvd Suite 353	
		<u>, F1, 34990</u>	B. G.
	SIGNATURE	(CORPORA	TE OFFICER)
	TITLE Regis	stered Agent	
	DATE3-1		
SERVIC AT THE ACCEPT TO ACT	E OF PROCESS PLACE DESIGN THE APPOINT IN THIS CAPAC	O AS REGISTERED AGENT AN FOR THE ABOVE STATED CO NATED IN THIS CERTIFICATE MENT AS REGISTERED AGEN CITY. I FURTHER AGREE TO LL STATUTES RELATING TO	RPORATION , I HEREBY IT AND AGREE COMPLY WITH

SIGNATURE Stown Stown

AND COMPLETE PERFORMANCE OF MY DUTIES, AND /I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY

POSITION AS REGISTERED AGENT.