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BRYAN A. KUTCHINS*
ROBERT C. BISHOP*
GREGORY G. SCHULTZ, LL.M.*

*ADMITTED FLEMING & AMERICAN BAR

TALLAHASSEE • COLDSPR • CLEARWATER
169 STATE STREET WEST, SUITE A
P.O. BOX 1063
COLDSPR, FLORIDA 34677
(813) 855-4663

FILED
96 MAY 28 PM 5:16
INTERNET:
DISCARDIACIS.COM
TAX 813-855-4893
Over 30 Years of Combined Law Practice
TALLAHASSEE, FLORIDA

May 23, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

400001843494
-05/30/96--01004--010
*****122.50 *****122.50

EFFECTIVE DATE
5-23-96

RE: Filing Articles of Incorporation for W. E. FUSCO CORPORATION

Gentlemen:

Enclosed are the Articles of Incorporation for a corporation to be incorporated as W. E. FUSCO CORPORATION. Enclosed is our check in the amount of \$122.50 representing the following:

Filing Fees	\$35.00
Designation of Registered Agent	35.00
Certificated Copy of Articles	<u>52.50</u>
	\$122.50

If you have any questions, please feel free to contact me at (813) 855-4663.

Very truly yours,

Bryan A. Kutchins

Bryan A. Kutchins, Esquire
KUTCHINS, BISHOP & SCHULTZ, P.A.

BAK/db
Enclosures

6-3-96

**ARTICLES OF INCORPORATION
OF
W. E. FUSCO CORPORATION**

FILED
96 MAY 28 PM 5:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation hereby
forms a Corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the Corporation shall be:
W. E. FUSCO CORPORATION

ARTICLE II - ADDRESS

The principal address of the corporation shall be:

2022 N. Betty Lane
Clearwater, FL 34615

ARTICLE III - DURATION

This Corporation shall have perpetual existence.

ARTICLE IV - PURPOSES

The general character or nature of the business to be transacted by this
Corporation is to do any and all legal acts as permitted under the laws of the
United States and Florida.

ARTICLE V - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is

authorized to have outstanding at any time is 7500 shares of voting common stock, each having the par value of \$1.00.

ARTICLE VI - NAME AND ADDRESS OF INITIAL REGISTERED AGENT

The name and address of its initial Registered Agent is:

Bryan A. Kutchins

169 State St. West
Oldsmar, Fl. 34677

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one member:

Wayne Fusco

2022 N. Betty Lane
Clearwater, FL 34615

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Wayne Fusco

2022 N. Betty Lane
Clearwater, FL 34615

ARTICLE IX - DATE OF COMMENCEMENT

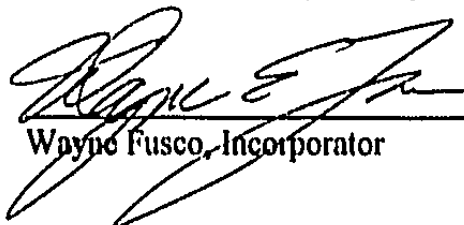
The date of commencement of corporation existence to commence upon the filing of the Articles herein by the Department of State.

Kutchins, Bishop & Schultz P.A.
Attorneys & Counselors at Law

169 STATE STREET WEST, SUITE A
P.O. BOX 1063
OLDSMAR, FLORIDA 34677
(813) 855-4663

IN WITNESS THEREOF, the undersigned subscriber has

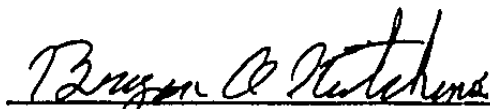
executed these Articles of Incorporation this 23 day of May, 1996.


Wayne Fusco, Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above personally appeared and personally known to me, BRYAN A. KUTCHINS, who acknowledged to me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 23 day of May, 1996.


Notary Public
State of Florida at Large

My Commission Expires:



BRYAN A KUTCHINS
My Commission CC808042
Expires Oct. 26, 1999

DEPARTMENT OF STATE

FILED
96 MAY 28 PM 5:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Certificate designating place of business or domicile for the Service of

Process within this State, Naming Agent upon whom Process may be served

The following is submitted, in compliance with Chapter 48.091, Florida

Statutes:

W. E. FUSCO CORPORATION a corporation organized (or organiz-
ing) under the laws of the State of Florida with its principal office at 169 State
Street, Suite A, Oldsmar, FL 34677, County of Pinellas , State of Florida, and
names Bryan A. Kutchins, County of Pinellas, State of Florida, as its agent to
accept service of process with the State.

ACCEPTANCE:

I agree as Registered Agent to accept Service of Process; to keep office
open during prescribed hours; to post my name (and that of any other officers
of said corporation authorized to accept service of process at the above Florida
designated address) in some conspicuous place in the office as required by law.


Bryan A. Kutchins, Registered Agent

Filing Fee: \$122.50

Kutchins, Bishop & Schultz P.A.
Attorneys & Counselors at Law

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OLDSMAR, FLORIDA 34677
(813) 855-4663

AFFIDAVIT:

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me personally appeared BRYAN A. KUTCHINS, who is personally known to me, and who, being duly sworn, deposes and says that he executed the foregoing instrument for the purposes expressed therein.

SWORN TO and subscribed before me this 23rd day of May, 1996.

Sandra Kutchins

Notary Public, State of Florida at Large

My commission expires:



SANDRA KUTCHINS
My Commission CC458028
Expires Apr. 26, 1999
Bonded by AND
800-852-5878