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Attorney at Law

July 3, 1996

Secretary of State
Division of Corporation
P O box 6327
Tallahassee FL 32314

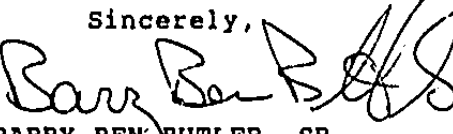
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RE: New Filing

Dear Sir:

I enclose an original and one copy of the Articles of Incorporation for Brandon Pool & Patio Furniture, Inc. I also enclose my trust account check for \$122.50. Please file the articles and send me a certified copy of the same.

Sincerely,


BARRY BEN BUTLER, SR.

FILED
96 JUL 11 AM 9:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7.12.96
KR

ARTICLES OF INCORPORATION.
OF
BRANDON POOL & PATIO FURNITURE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME.

The name of this corporation is: BRANDON POOL & PATIO
FURNITURE, INC.

ARTICLE II. PRINCIPAL OFFICE

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

134 W ROBERTSON STREET
BRANDON FL 33511

ARTICLE III. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this
Corporation is to engage in any and all business permitted under
the laws of the State of Florida and the Corporation shall have all
the powers allowed it under the laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is
authorized to issue and have outstanding at any one time is one
thousand (1000) shares of common stock having no par value per
share.

ARTICLE V. TERM OF EXISTENCE.

This Corporation shall have perpetual existence.

ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

BARRY BEN BUTLER, SR.
1755 WEST BRANDON BOULEVARD
SUITE J
BRANDON, FLORIDA 33511-4860
(813) 685-6196

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida and may from time to time appoint a different Registered Agent.

ARTICLE VII. BOARD OF DIRECTORS.

This Corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII. INITIAL DIRECTORS.

The name of the initial directors of this Corporation and their street address is:

RON GLASS
134 W. ROBERTSON STREET
BRANDON FL 33511

SHEREE GLASS
134 W. ROBERTSON STREET
BRANDON FL 33511

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their

successors are elected or appointed and qualified, whichever occurs first.

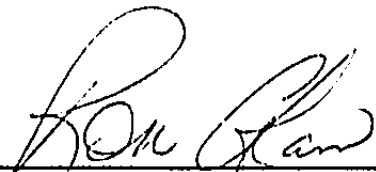
ARTICLE IX. INCORPORATOR.

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

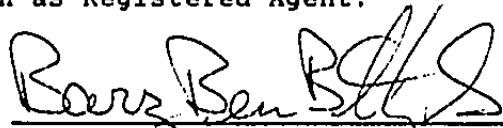
RON GLASS
134 W. ROBERTSON STREET
BRANDON FL 33511

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the date by his name.

7/3/96
Date


Ron Glass, Incorporator

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in these articles, I hereby accept the appointment as Registered Agent and Agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as Registered Agent.


Barry Ben Butler, Sr.
7/9/96
DATE

FILED
96 JUL 11 AM 9:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA