1960 - 100 -

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

SUBJECT: Mc Cool'S, INC

300001909653 -07/31/96--01060--007 *****78.75 *****78.75

	Proposed corporate	name - must include s	uffix)		
Enclosed is an origina for :	Il and one (1) co	ppy of the articles of	of incorporation	n and a check	
Filing Fee	#78.75 Filing Fee & Certificate	#122.50 Filing Fee & Certified Copy Additional Cop	### ##################################		
FROM:	Juse/H Name (D Folgo		96 JUL 29 SECRETARIAS	
	ST Augus	Address 3:	2084		
	949 4	State & Zip GO 0402 Telephone number			
	W96-	15371	ւյսլ 2 3 1 99 6	BSP	

NOTE: Please provide the original and one copy of the articles.



July 23, 1996

JOSEPH D. FORD 1733 SEA FAIR DRIVE UNIT 14245 ST. AUGUSTINE, FL 32084

SUBJECT: MCCOOL'S, INC. Ref. Number: W96000015371

We have received your document for MCCOOL'S, INC.. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$78.75. Your document will be retained in our pending file. Please return a copy of this letter to ensure that your check is properly credited.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6925.

Brenda Baker Corporate Specialist

Letter Number: 696A00035434

ARTICLES OF INCORPORATION

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

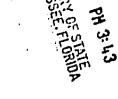
ARTICLE I NAME

The name of the corporation shall be: MCCook's, INC.

ARTICLE II PRINCIPAL OFFICE

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

1021 AIA BEACH BOULZUALD ST. AUGUSTINZ, FL 32084



ARTICLE III CHARE

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 (100) 14ARES OF COMMON STOCK MANING A PAR WHELL OF \$1.00 PER SMARE, ALL STOCK ISSUED SMALL BE FULLY PAID AN NOW - ASSESABLE.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS
The name and address of the initial registered agent is:

JOSEPH D. FORD

1733 SEA FAIR DR

UNIT 14245

ST.AUGUSTINEBERCH, FC 32084

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

JOSEPH D FORD PIRECTOR/PRESIDENT/SECRETARY
TREASURER
WILLIAM J FORD VICE PRESIDENT/DIRECTOR
CHARLOS E MCCUrched VINECTOR/VICE PRESIDENT

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

15 day of Jack 19 96

Signature

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, 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 name of the corporation is:	Mc Cool's, Inc	- FIN 8 - TI
		22
2. The name and address of the regis	tered agent and office is:	PH S
Toseph	P FURD (NAME)	TATE ORIDA
1733 Sea (P.O. Box	TOTAL DA WAIT 14245	
ST Aubusi	CHY/STATE/ZIP)	

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 obligations of my position as registered agent.

(SIGNATURE) 7/15/96
(DATE)