

P 96000072192

James W. Ault
2407 S. Carolina Avenue
Tampa, Florida 33629

August 22, 1996

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

300001933793
-08/28/96--01001--013
***122.50 ***122.50

Re: Articles of Incorporation of Ou est Charlie? (Where's Charlie?), Inc.

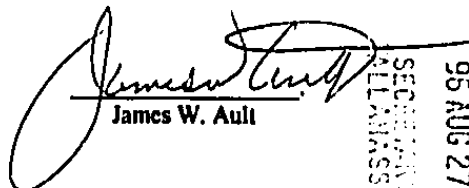
Dear Madam or Sir;

Enclosed for filing are the Articles of Incorporation of Ou est Charlie? (Where's Charlie?), Inc., along with a check representing the filing fee in the amount of \$122.50 payable to the Florida Department of State. Please forward the certified copy of the Articles to the following address:

James W. Ault
2407 S. Carolina Avenue
Tampa, Florida 33629

If you have any questions or need further information please telephone me at 813-253-3487 or at 706-746-6545 between the dates of September 4, 1996 and November 1, 1996

Very truly yours,


James W. Ault

AL AUG 29 1996

96 AUG 27 PM 3:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION
OF
Ou est Charlee? (Where's Charlie?), Inc.

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CLERK OF DISTRICT COURT
TAMPA, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is Ou est Charlee? (Where's Charlie?), Inc.

ARTICLE II

The existence of the corporation shall begin on the date these Articles of Incorporation are filed.

ARTICLE III

The street address of the principal office of the Corporation is 2407 S. Carolina Avenue, Tampa, Florida 33629

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is one hundred (100), all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 2407 S. Carolina Avenue, Tampa, Florida 33629. The initial registered agent for the Corporation at that address is Lesley S. Ault.

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SECRET
TALLAHASSEE, FLORIDA

ARTICLE VI

The initial board of directors shall consist of four (4) members. The names and address of the persons who will serve on the initial board of directors are:

<u>Name</u>	<u>Address</u>
Lesley S. Ault	2407 S. Carolina Avenue Tampa, Fl. 33629
James W. Ault	2407 S. Carolina Avenue, Tampa, Fl. 33629
Madeline Lyons	3318 Palmira Avenue, Tampa, Fl. 33629
Lawrence H. Samaha	5511 Interbay Boulevard, Tampa, Fl. 33611

ARTICLE VII

The name and street address of the person signing these articles of incorporation are:

<u>Name</u>	<u>Address</u>
Lesley S. Ault	2407 S. Carolina Avenue, Tampa, Fl. 33629

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 22 day of August, 1996

Name: Lesley S. Ault

Lesley S. Ault

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Ou est Charice? (Where's Charlie?), Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

Date: Aug. 22, 1996

Lesley S. Ault

Lesley S. Ault