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P96 000079830

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Attorney at Law

A chartered professional association

September 23, 1996

Phone (813) 531-8911

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: 96-003; **FURR CHILD, INC.**, Incorporation

Dear Sirs:

Enclosed herewith please find the original and one copy of Articles of Incorporation for FURR CHILD, INC. as well as our check in the amount of \$122.50 to cover the cost of filing, registered agent and certification of the copy.

Please return the copy after endorsing your approval thereon.

Very truly yours,

Greg Clark/ko
Gregory D. Clark

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-09/24/96--01148--007
*****122.50 *****122.50

GDC/ko
enc.

FILED
96 SEP 24 AM 10:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. REGISTER SEP 26 1996

ARTICLES OF INCORPORATION
FURR CHILD, INC.

FILED
96 SEP 24 AM 10:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation is **FURR CHILD, INC.**

ARTICLE II. COMMENCEMENT OF CORPORATE EXISTENCE

The existence of this corporation shall commence upon the filing by the Department of State of these Articles of Incorporation.

ARTICLE III. DURATION

This corporation shall exist perpetually.

ARTICLE IV. PURPOSE

This corporation is organized for the following purposes:

A. For the transaction of any and all lawful business.

ARTICLE V. CAPITAL STOCK

This corporation is authorized to issue ten thousand (10,000) common shares of \$10.00 (dollars) par value capital stock.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any new capital stock of the same kind, class or series, as that which he or she already holds, shall have the preemptive right to purchase his or her pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII. INITIAL REGISTERED OFFICE & AGENT

The street address of the initial registered agent of this corporation is 18167 U.S. 19 North, Suite 560, Clearwater, Florida 34624. The name of the initial registered agent for this corporation at that address is Gregory D. Clark, Esq.

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

This corporation will have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one (1). The name and street address of each person who is to serve as a member of the initial Board of Directors is:

Phyllis Williams
Johnny Williams

ARTICLE IX. INCORPORATOR

The name and address of the persons signing these Articles of Incorporation are:

Phyllis Ann Williams
4222 Forester Lane
Tampa, FL 33624

ARTICLE X. INDEMNIFICATION

This corporation shall indemnify any officer or any former officer, to the full extent as provided for by law.

ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendments hereto. Any rights conferred upon the shareholders are subject to this reservation.

ARTICLE XII. MAILING ADDRESS

The mailing address for the corporation shall be:

4222 Forester Lane
Tampa, FL 33624

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 26 day of July, 1996.

Phyllis Ann Williams
Phyllis Ann Williams

STATE OF FLORIDA

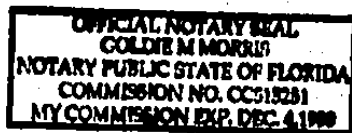
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared PHYLLIS ANN WILLIAMS known to me to be the person(s) described in and who executed the foregoing instrument, who acknowledged before me that she executed the same, and is personally known to me or have produced a driver's license as identification.

WITNESS my hand and official seal in the County and State last aforesaid this 26 day of July, 1996.

Goldie M Morris
Notary Public

My commission expires:



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96 SEP 24 AM 10:02

ACCEPTANCE BY REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept service of process for FURR CHILD, INC., at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of Florida law relative to keeping this office open dated this 23 day of Sept, 1996.



Gregory D. Clark, Esq.