MARK P. BRYAN ATTORNEY AT LAW 1498 EXCALIBUR DRIVE CLEARWATER, FLORIDA 34624 PHONE (813) 531-5610 FAX (813) 539-8593

P96000081569

September 26, 1996

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

RE: Articles of Incorporation for IBD ENTERPRISES, INC.

Dear Sir or Madam:

Enclosed are the Articles of Incorporation, in duplicate, for IBD ENTERPRISES, INC. and a check in the amount of \$122.50 for the necessary fees.

Please return the certified copy of the Articles to my office after filing.

Thank you for your assistance.

Very truly yours,

Marl P. Brys

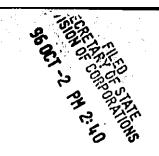
MARK P. BRYAN

MPB/nb

Enclosures: Articles and check

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ARTICLES OF INCORPORATION

OF

IBD ENTERPRISES, INC.

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

ARTICLE ONE - NAME

The name of the corporation is IBD ENTERPRISES, INC.

ARTICLE TWO - PRINCIPAL OFFICE

The principal place of business and the mailing address of this corporation is 1498 Excalibur Drive, Clearwater, FL 34624.

ARTICLE THREE - CAPITAL STOCK

The total number of shares of stock which the corporation shall have authority to issue is 7,500 shares of common stock at a par value of \$1.00. Stock may be issued by the corporation from time to time for such consideration as may be determined by the Board of Directors. Each share of common stock shall represent one vote. Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Share.

ARTICLE FOUR - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent for the corporation in the State of Florida is MARK P. BRYAN, 1498 Excalibur Drive, Clearwater, FL 34624.

ARTICLE FIVE - INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is MARK P. BRYAN, 1498 Excalibur Drive, Clearwater, FL 34624.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation in duplicate, this 20% day of September, 1996.

MARK P. BRYAN, Incorporator

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this day of September, 1996, by MARK P. BRYAN, who is personally known to me or who produced (PERSONALLY KNOWN) as identification and who did take an oath.

NOTARY PUBLIC

SEAL

MAREN E. GONZALEZ

MY COMMISSION # CC250112 EXPIRES

January 2, 1997

BONDED THRU TROY FAIR BISINANCE, INC.

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of §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 IBD ENTERPRISES, INC.
- 2. The name and address of the registered agent and office is MARK P. BRYAN, 1498 Excalibur Drive, Clearwater, FL 34624.

ACKNOWLEDGMENT:

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.

MARK P. BRYAN Registered Agent

Dated: 9-26-96

SECRETARY OF STATE
DIVISION OF CORPORATIONS
OF OF PH 2:40