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October 11, 1996

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

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-10/17/96--01047--006
*****70.00 *****70.00

RE: INDIAN BLUFF REALTY CO., INC.

Enclosed please find an original and one copy of the Articles of Incorporation for the above corporation together with a check in the amount of \$70.00 to cover the costs of filing as follows:

Filing Fee: \$35.00

Designation of Registered Agent: \$35.00

\$70.00

Kindly return the copies to this office showing the date of filing.

Sincerely,

RE Chamberlain

Ronald E. Chamberlain
Attorney-at-Law

REC/scm

encs

OCT 17 1996

BSB

FILED
96 OCT 17 PM 3:27
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
INDIAN BLUFF REALTY CO., INC.**

FILED
96 OCT 17 PM 3:27
TALLAHASSEE, FLORIDA

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 this corporation shall be:

INDIAN BLUFF REALTY CO., INC.

ARTICLE II PRINCIPAL OFFICE

308 Oceanview Avenue
Palm Harbor, Florida 34683

ARTICLE III

The number of shares of stock that this corporation is authorized to have outstanding at any one time is ONE THOUSAND (1,000) shares with a par value of ONE DOLLAR (\$1.00) per share. Each share of stock shall have voting power in the corporation except treasury stock held by the corporation. The stock may be disposed of by this corporation for such consideration as shall seem meet and proper, provided that all stock shall be issued as fully paid and non-assessable.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is Norman Cullen, 308 Oceanview Avenue Palm Harbor, Florida 34683.

ARTICLE V INCORPORATOR(S)

The name and address of the incorporator to these Articles of Incorporation are:

T. J. Tynan	100%
Premier Warehouse, Inc.	
3217 West 48th Place	
Chicago, Illinois 60632-3022	

ARTICLE VI

This corporation shall initially have a Board of Directors consisting of one (1) member. The number of directors may be increased or decreased from time to time in the manner provided by the by-laws of this corporation, but no decrease shall have the effect of shortening the terms of any incumbent director.

ARTICLE VII

Regulations for the conduct of the business of this corporation other than as set forth herein, or as are prescribed by laws of the State of Florida, shall be embodied by the by-laws of the corporation.

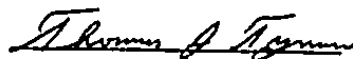
ARTICLE VIII

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law. If all the officers severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the secretary of the corporation, the actions shall be valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE IX

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

The undersigned incorporator(s) have executed these Articles of Incorporation this 14 day of October, 1996.


T. J. TYNAN

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent for the above-stated corporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of Section 607.0505, Florida Statutes as, from time-to-time, amended.


NORMAN CULLEN

FILED
96 OCT 17 PM 3:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA