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FILED

WALZER & ASSOCIATES, INC.
A Professional Accounting Firm
8507 Forest City Road
Orlando, Florida 32810
(407) 299-1040 FAX (407) 298-1111
96 OCT 28 PM 1:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OCTOBER 25, 1996

10-25-96

SECRETARY OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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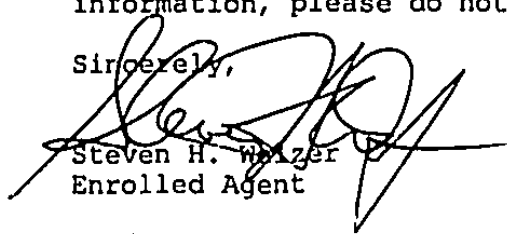
RE: GREAT FINDS OF ORLANDO, INC.

Dear Sir:

Enclosed please find the Articles of Incorporation and Certificate designating place of business and registered agent with regard to the above-referenced company. This is a new, for-profit corporation doing business in the State of Florida. It is my understanding that the filing fee is \$35.00, the registered agent fee is \$35.00, and the fee for obtaining a certified copy of the Articles of Incorporation is \$52.50. Therefore, I am enclosing a check in the amount of \$122.50 to cover these costs.

Thank you in advance for your assistance in this matter, and should you have any questions or if I can provide you with any additional information, please do not hesitate to contact me.

Sincerely,


Steven H. Walzer
Enrolled Agent

SHW/ks
Enclosures

PK
10/30/96

ARTICLES OF INCORPORATION
OF
GREAT FINDS OF ORLANDO, INC.

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ARTICLE I - NAME

10-25-96

The name of this Corporation is GREAT FINDS OF ORLANDO, INC. the address is 5071 Edgewater Drive, Orlando, Florida 32810.

ARTICLE II - DURATION

This Corporation shall commence its existence on the 25TH day of OCTOBER, 1996 with the filing of these Articles with the Secretary of State.

ARTICLE III - PURPOSE

This Corporation may engage in or transact any or all lawful activities or businesses permitted under the laws of the United States, the state of Florida, or any other state, country, territory, or nation.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1000) shares of One Dollar (\$ 1.00) par value common stock which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 5071 Edgewater Drive, Orlando, Florida and the name of the initial registered agent of this Corporation at that address is ROBERT A. MOBLEY.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time by the By-Laws but shall never be less than one (1). The names and addresses of the initial directors of this Corporation are:

ROBERT A. MOBLEY
President
1337 Cumble Avenue
Orlando, Florida 32804

MARCIA G. MOBLEY
Vice Pres./Secretary
3601 Midiron Drive
Orlando, Florida 32789

The names and addresses of the person signing these Articles is:

ROBERT A. MOBLEY
President
1337 Cumble Avenue
Orlando, Florida 32804

MARCIA G. MOBLEY
Vice Pres./Secretary
3601 Midiron Drive
Orlando, Florida 32789

ARTICLE VII - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any rights conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on this 25TH day of OCTOBER, 1996.


ROBERT A. MOBLEY


MARCIA G. MOBLEY

ACKNOWLEDGMENT

STATE OF FLORIDA

COUNTY OF ORANGE

I HEREBY CERTIFY that on this 25TH day of OCTOBER 1996, personally appeared before me, the undersigned officers duly authorized to administer oaths and take acknowledgments, ROBERT A. MOBLEY AND MARCIA G. MOBLEY, well known and known to be the persons who executed the foregoing Articles of Incorporation, GREAT FINDS OF ORLANDO, INC., and they acknowledged that they signed and executed the same for the purpose therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Orlando, in said County and State, this 25TH day of OCTOBER, 1996.



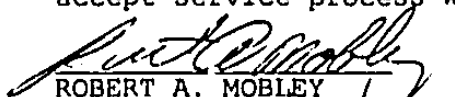
STEVEN H. WALZER
My Commission CC555900
Expires Jul. 12, 2000



NOTARY PUBLIC, STATE OF FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE with Section 48.091 of the Florida Statutes, the following is submitted:


First that GREAT FINDS OF ORLANDO, INC. desiring to organize or qualify under the Laws of the State of Florida, its principal place of business in the City of Orlando, Florida has named ROBERT A. MOBLEY, 1337 Cumbie Avenue, Orlando, Florida as its agent to accept service process within Florida.


ROBERT A. MOBLEY
Date: 10/25/96


MARCIA G. MOBLEY
Date: 10/25/96

ACCEPTANCE

Having been named to accept service of process for the above-named Corporation at the place designated in this Certificate, 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.


ROBERT A. MOBLEY
Date: 10/25/96

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TALLAHASSEE, FLORIDA

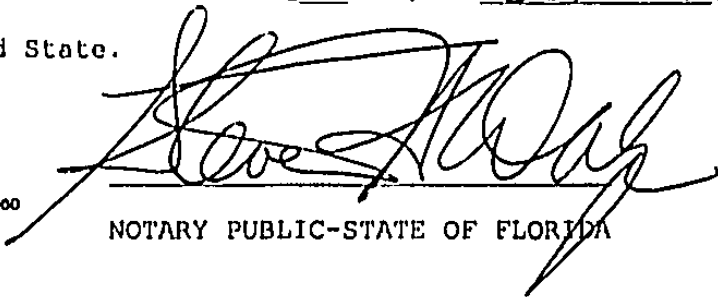
STATE OF FLORIDA

COUNTY OF ORANGE

SWORN TO AND SUBSCRIBED before me this 25TH day of OCTOBER,
1996, in said County and State.



STEVEN H. WALZEN
My Commission CC055000
Expires Jul 12, 2000


NOTARY PUBLIC-STATE OF FLORIDA