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Memorandum

TO: Secretary of State of Florida - Division of Corporations
FROM: Thomas B. Luzier, Esq. 
DATE: November 5, 1996
RE: The Twardzik Group, Inc.

600002001196--5
-11/08/96--01121--011
****122.50 ****122.50

Enclosed is an original and one copy of the Articles of Incorporation for the above-referenced entity, along with a check in the amount of \$122.50. Please process this paperwork at your earliest convenience and forward the file-stamped copy back to me at the Nokomis, Florida address listed above.

Thank you for your assistance. Please call with any questions.

TBL/lj
Enclosures

FILED
96 NOV -8 AM 8:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. OHSER NOV 14 1996

ARTICLES OF INCORPORATION
OF
THE TWARDZIK GROUP, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
Name

The name of the Corporation shall be: The Twardzik Group, Inc.

ARTICLE II
Address

The mailing address and address of the principal office of the Corporation is: 2440 Tamiami Trail North, Nokomis, Florida 34275.

ARTICLE III
Duration

The Corporation shall have perpetual existence commencing on the date of filing hereof.

ARTICLE IV
Purpose

The Corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE V
Capital Stock

The Corporation is authorized to issue one class of shares, which shall be called common shares. Common shares shall have unlimited voting rights and shall be entitled to receive the net assets of the Corporation upon dissolution. The Corporation is authorized to issue Ten Thousand (10,000) common shares with no par value.

ARTICLE VI
Initial Registered Office and Agent

The name and street address of the initial registered agent and office of the Corporation is:

Name

Address

Thomas B. Luzier, Esq.

2440 Tamiami Trail North, Nokomis, Florida 34275

ARTICLE VII
Initial Board of Directors

The Corporation shall have two (2) Directors initially. The number of Directors may be increased or diminished from time to time according to the provision for such in the Bylaws of the Corporation, but shall never be less than one (1). The name and address of the initial Directors of the Corporation are:

| <u>Name</u> | <u>Address</u> |
|--------------|--------------------------------------------------|
| Ted Twardzik | 2440 Tamiami Trail North, Nokomis, Florida 34275 |
| Mike Monahan | 2440 Tamiami Trail North, Nokomis, Florida 34275 |

ARTICLE VIII
Bylaws

The Bylaws of the Corporation may be adopted, altered, amended, or repealed by either the Stockholders or Directors of the Corporation.

ARTICLE IX
Indemnification

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X
Incorporator

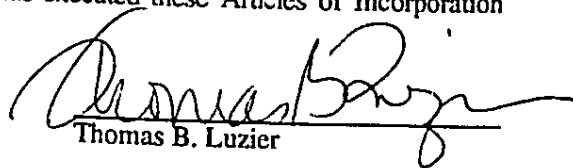
The name and address of the person signing these Articles of Incorporation is:

| <u>Name</u> | <u>Address</u> |
|------------------------|--------------------------------------------------|
| Thomas B. Luzier, Esq. | 2440 Tamiami Trail North, Nokomis, Florida 34275 |

ARTICLE XI
Amendment

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

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 5th day of November, 1996.


Thomas B. Luzier

ACCEPTANCE BY REGISTERED AGENT

I, THE UNDERSIGNED PERSON, HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN ARTICLE VI OF THESE ARTICLES OF INCORPORATION, 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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

DATED THIS 5TH DAY OF NOVEMBER, 1996.

By: Thomas B. Luzier
Thomas B. Luzier, Esq.
(Registered Agent)

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 5th day of November, 1996, by THOMAS B. LUZIER, ESQ., who is personally known to me and who did not take an oath.

NOTARY PUBLIC

Sign: _____

Print: _____
State of Florida at Large (Seal)
My Commission Expires:

FILED
96 NOV - 8 AM 8:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA