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WOLFE, YOUNG, O'BAKER & COMPANY

Accountants & Tax Consultants

101 Sunnyside Road
Casselberry, Florida 32707

Ph # (407) 339-9000
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November 27, 1996

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

700002018337--9
-12/03/96--01132--006
*****70.00 *****70.00

Re: Tin Lizzie, Inc.

To Whom it May Concern:

Enclosed please find \$70.00 check for Filing Fees (\$35.00), and Register Agent Designation (\$35.00) for the proposed incorporation of the above referenced company.

Also enclosed are two sets of notarized Articles of Incorporation and Certificate of Resident Agent.

Should you have any questions, please do not hesitate to call this office.

Very truly yours,

Wolfe, Young, O'Baker & Company

Clyde E. O'Baker

Clyde E. O'Baker

CEO/sbo
Enclosures

FILED
96 DEC -2 PM 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12.5.96
PR

**ARTICLES OF INCORPORATION
OF
TIN LIZZIE, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I - Name

The name of the corporation is: Tin Lizzie, Inc.

Article II - Duration

This corporation shall exist perpetually.

Article III - Purpose

This corporation may engage in or transact any or all lawful activities or business 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 Seven Thousand Five Hundred (7,500) shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares".

Article V - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his 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 VI - Initial Registered Office and Agent

The street address and mailing address of the initial registered office of this corporation is: 111 West First Street, Sanford, Florida 32776. The name of the initial registered agent of this corporation at that address is: Ella J. Linnon.

Article VII - Initial Board of Directors

This corporation shall have three (3) Directors initially. The number of Directors may be either increased or diminished from time to time as permitted by the By-Laws, but shall never be less than one (1). The names and addresses of the Initial Directors are: Ella J. Linnon, 1430 Jaquar Circle, Apopka, Florida 32712, Linda L. Linnon, 1430 Jaguar Circle, Apopka, Florida 32712 and Mary Michele Smayda, 250 Cambridge Drive, Longwood, Florida 32779.

Article VIII - Incorporator

The name and address of the person signing these Articles of Incorporation is:
Ella J. Linnon, 111 West First Street, Sanford, Florida 32776.

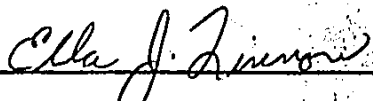
Article IX - Initial Officer

The names and addresses of initial officers shall be: Ella J. Linnon, 111 West First Street, Sanford, Florida 32776 - President, Linda L. Linnon 111 West First Street, Sanford, Florida 32776 - Vice President and Mary Michele Smayda, 250 Cambridge Drive, Longwood, Florida 32779 - Secretary/Treasurer.

Article X - By-Laws

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation the 11 day of 26 A.D., 1996.


Ella J. Linnon - Incorporator

STATE OF FLORIDA

COUNTY OF Orange :

BEFORE ME, the undersigned Notary Public, duly authorized in the aforesaid State and County to take oaths and acknowledgments, personally appeared, Ella J. Linnon, well-known to me, who deposes and states that she is the person named in the above and foregoing "Articles of Incorporation", that she has read same over carefully, completely and thoroughly, and that to the best of Affiant's knowledge, information and belief, all of the matters, facts and statements set forth therein are true, accurate and correct.

Ella J. Linnon

Ella J. Linnon

Form of I.D. FL D. L.

I.D. # L550-210-40-825-0

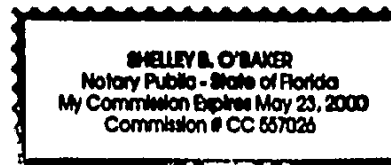
Expiration 9-5-2000

SWORN and SUBSCRIBED to before me this 26th day of November, A.D., 1996.

Shelley B. O'Baker

Notary Public, State of Florida
AT LARGE

My Commission Expires:
(N.P. Seal)



State of Florida
Department of State

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THIS STATE AND NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

The following is submitted in compliance with Section 48.091,
Florida Statutes.

Tin Lizzie, Inc., a corporation organized under the laws of the State of
Florida, with its principal office at: 111 West First Street, Sanford, Florida
32776, has named Ella J. Linnon, at that address, as its Agent to accept
service of process within this State.

Tin Lizzie, Inc.

BY: Ella J. Linnon
Ella J. Linnon
Incorporator

A C C E P T A N C E

Having been named to accept service of process for the above-stated
corporation, at the designated place 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.

Ella J. Linnon
Ella J. Linnon
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA