

P96 000102 729  
TRANSMITTAL LETTER

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

400002011154--4

-11/21/96--01049--018

\*\*\*\*122.50 \*\*\*\*122.50

SUBJECT: T B E, Inc.

(Proposed corporate name - must include suffix)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 DEC 23 AM 8:51

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate

\$122.50  
Filing Fee  
& Certified Copy

\$131.25  
Filing Fee,  
Certified Copy  
& Certificate

Additional Copy Required

FROM: Leon T. Butts Jr  
Name (printed or typed)

3219 Bluffview Lane  
Address

Brandon, FL 33511  
City, State & Zip

(813) 310-2088  
Daytime Telephone number

*effective  
1-1-97*

*W96-24972*

*BT  
12/26*

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

November 26, 1996

LEON T. BUTTS JR.  
3219 BLUFFVIEW LANE  
BRANDON, FL 33511

SUBJECT: T B E, INC.  
Ref. Number: W9600024972

We have received your document for T B E, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6924.

Sharon Tala  
Document Specialist Supervisor

Letter Number: 696A00053599

CERTIFICATE OF INCORPORATION

OF

T B E, Inc. & Associates Inc.

*1-1-97*

THE UNDERSIGNED, being over the age of eighteen years, in order to form a corporation pursuant to the provisions of the Corporate Code, hereby certifies as follows:

FIRST IDENTIFICATION

*1987*

The name of the corporation, hereinafter referred to as the "Corporation," is T B E, Inc. & Associates Inc.

SECOND PERIOD OF EXISTENCE

The period during which the corporation shall continue is perpetual.

THIRD REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the Corporation is 33 N Faulkenburg Rd Unit A 108 Tampa, FL 33619 and the name and address (if different) of the initial registered agent therein and in charge thereof, upon whom process against the Corporation may be served, is Leon T. Butts Jr. 33 N Faulkenburg Rd Unit A 108 Tampa, FL 33619

FILED STATE SECRETARY OF CORPORATIONS 96 DEC 23 AM 8:

FOURTH PURPOSE

The purpose of the Corporation is to engage in any or all lawful business for which corporations may be organized under the provisions of the General Corporation Law of Delaware, Florida.

FIFTH SHARES

*1987*

The total authorized capital stock of the Corporation is One Thousand (1,000) shares having a Par Value of None. All or any part of said shares may be issued by the Corporation from time to time and for such consideration as may be determined upon or fixed by the Board of Directors, as provided by law.

SIXTH INCORPORATOR'S ADDRESS

The name and post office address of the Incorporator of the Corporation is as follows:

Leon T. Butts Jr.  
3219 Bluffview Lane  
Brandon, FL 33511

**SEVENTH  
DIRECTORS**

The powers of the incorporator are to terminate upon the filing of this Certificate of Incorporation and the name(s) and mailing addresses of persons who are to serve as director(s) until the first meeting of stockholders or until their successors are elected and qualify are as follows:

Leon T. Butts Jr.  
3219 Bluffview Lane  
Brandon, FL 33511

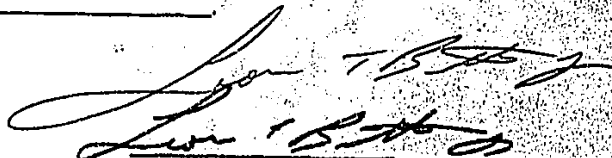
**EIGHTH  
INDEMNITY**

Directors of the corporation shall not be liable to either the corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach is one which invokes: (1) a director's duty of loyalty to the corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the corporation; or (4) a transaction from which the director derived an improper personal benefit.

The effective date of this Certificate of Incorporation shall be January 1, 1997

IN WITNESS WHEREOF, the undersigned Incorporator has caused this Certificate of Incorporation to be executed as of

December 5, 1996

  
\_\_\_\_\_  
(Incorporator)

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 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: TBE Assoc. Inc. & Associates Inc.

2. The name and address of the registered agent and office is:

Leon T. Bunn Jr.

33 N Faulkenburg Road Unit A 108

Tampa, FL 33619

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 DEC 23 AM 8:51

*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.*

Leon T. Bunn Jr.  
(SIGNATURE)

12/5/96  
(DATE)