

P97000003598

Lanese + Associates, Inc.

Business Consultants

12944 Prestwick Drive

Riverview, FL 33569

813 671-4776

FAX 671-2607

January 3, 1997

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

RE: Tom Morris, Inc.

EFFECTIVE DATE

1-1-97

To Whom It May Concern:

Enclosed please find an original and one copy of the Articles of Incorporation and Registered Agent Certificate for the above referenced corporation. Also enclosed is a check in the amount of \$122.50 for the filing fee.

Please return the certified copy to:

Lanese + Associates, Inc.
12944 Prestwick Drive
Riverview, FL 33569

Your assistance is greatly appreciated.

Sincerely,



Nicholas Lanese, C.P.A.

NL/jm
Enclosures

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-01/08/97--01080--017
****122.50 ****122.50

FILED
JAN - 8 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1-14-97

□ □

ARTICLES OF INCORPORATION

FOR

TOM MORRIS, INC.

FILED
97 JAN -8 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation shall be Tom Morris, Inc.

ARTICLE II - DURATION

This Corporation shall have perpetual existence
commencing on January 1, 1997

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of
transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Thousand
(1000) shares of \$1.00 Par Value Stock.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting
power for the election of Directors and for all other
purposes shall be vested exclusively in the holders of the
outstanding common shares.

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ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any new stock of this Corporation of the same kind, class or series as that which is already held, shall have the right to purchase his pro rate share thereof (as nearly as may be done without assurance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of this Corporation is 4601 W. Kennedy Blvd., Suite 216, Tampa, FL 33609 and the name of the initial Registered Agent of this Corporation at that address is Thomas O. Morris.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one Director initially. The number of Directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one. The name and address of the initial Director of this Corporation is as follows:

Thomas O. Morris
3903 Granada Street
Tampa, FL 33629

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ARTICLE IX - INCORPORATOR

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

Thomas O. Morris
3903 Granada Street
Tampa, FL 33629

ARTICLE X - AMENDMENT

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

ARTICLE XI - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XII - INDEMNIFICATION

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

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ARTICLE XIII - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Corporation is located at 4601 W. Kennedy Blvd, Suite 216, Tampa, Florida 33609.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation on this 30th day of DECEMBER, 1996.


Director Signature 12-30-96
Date

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

97 JAN -8 PM 12:00
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091 of the Florida Statutes,
the following is submitted in compliance with said Act:

First: Tom Morris, Inc. desiring to organize as
indicated in the Articles of Incorporation in the City of
Tampa, County of Hillsborough, State of Florida, has named
THOMAS O. MORRIS whose business office is located at 4601
W. Kennedy Blvd., Suite 216, Tampa, FL 33609 as its
Registered Agent to accept service of process within this
State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the
above stated Corporation at the place designated in this
Certificate, I hereby accept to act in this capacity and
agree to comply with the provision of said Act relative to
keeping open said office.



Registered Agent Signature 12-30-96
Date