

P970000 13173

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

NAME _____
FIRM _____
ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

F. CHAMBER FEB 11 1997

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	_____	_____	_____
TIME	_____	_____	CK No. _____
BY	AAP		

WALK-IN Will Pick Up 2/7 200

No 53431

RE: Tampon Corporation

	DISBURSED
Capital Express™	
✓ Art. of Inc. File	
Corp. Record Search	
Ltd. Partnership File	
Foreign Corp. File	
✓ () Cert. Copy(s)	
Art. of Amend. File	
Dissolution/Withdrawal	
C U S-	
Fictitious Name File	
Name Reservation	
Annual Report/Reinstatement	
Reg. Agent Service	
Document Filing	
Corporate Kit	
Vehicle Search	
Driving Record	
Document Retrieval	
UCC 1 or 3 File	
UCC 11 Search	
UCC 11 Retrieval	
File No.'s, Copies	
Courier Service	
Shipping/Handling	
Phone ()	
Top Priority	
Express Mail Prep.	
FAX () pgs.	
SUBTOTALS	

FEE.....	
DISBURSED.....	
SURCHARGE.....	
TAX on corporate supplies.....	
SUBTOTAL.....	
PREPAID.....	
BALANCE DUE.....	

Conflict A97-112
789,502,671 0000-3199

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 7, 1997

CAPITAL CONNECTION, INC.
PO BOX 10349
TALLAHASSEE, FL 32302

SUBJECT: TARPON CORPORATION
Ref. Number: W97000003199

FILED
97 FEB 10 AM 8:29
TALLAHASSEE, FLORIDA

Corrected

We have received your document for TARPON CORPORATION 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.

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) 487-6919.

Beth Register
Corporate Specialist Supervisor

Letter Number: 397A00006727

RECEIVED
97 FEB 10 AM 11:20
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF

TARPON HOLDING REAL ESTATE CORPORATION
A Florida Corporation

FILED
97 FEB 10 AM 8:29
TALLAHASSEE, FLORIDA

I, the undersigned, hereby make, subscribe, acknowledge, and file these Articles of Incorporation for the purpose of becoming a corporation for profit under the laws of the State of Florida, and do hereby certify that I have become such corporation under and pursuant to the following Articles of Incorporation:

ARTICLE I

The name of the corporation is:

TARPON HOLDING REAL ESTATE CORPORATION

ARTICLE II

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

ARTICLE III

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time is 60, all of which is without par value. All stock shall be paid and non-assessable. (Shares of stock without nominal or par value may be issued and disposed of for such consideration as may be fixed, from time to time, by the Board of Directors).

ARTICLE IV

The corporation shall have perpetual duration.

ARTICLE V

The initial street address of the registered office of the corporation shall be and is 11540 Highway 92 East, Seffner, Florida 33584, and the name of the initial registered agent of the corporation at this address is Jeffrey Seaman.

The business shall be located at 11540 Highway 92 East, Seffner, Florida 33584

ARTICLE VI

The number of directors of this corporation shall be and is one (1). That number may be increased (or diminished) from time to time by the By-Laws adopted by the Stockholders.

ARTICLE VII

The names and addresses of the members of the first board of directors, who, subject to the provisions of the Certificate of Incorporation, the By-Laws of the corporation and the laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, are as follows:

Jeffrey Seaman
11540 Highway 92 East
Seffner, Florida 33584

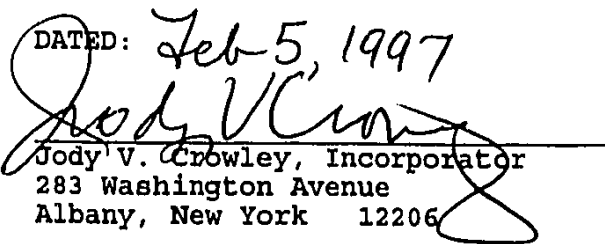
ARTICLE VIII

The officers of the corporation shall be a President, Secretary and Treasurer, and such other officers, agents and factors as may be deemed necessary, including one or more Vice Presidents. All officers, agents and factors shall be chosen in such manner, hold their offices for such terms and have such powers and duties as maybe prescribed by the By-Laws or determined by the Board of Directors. Any person may hold two or more offices except that the President or Vice President shall not also be the Secretary of Assistant Secretary of this corporation.

The corporation reserves the right to amend, alter, change or repeal any provision contained in the Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned subscribing incorporator, have hereunto set my hand and seal this day for the purpose of forming this corporation under the laws of the State of Florida, and I hereby make and file, in the Office of the Secretary of State of Florida, these Articles of Incorporation and certify that the facts herein stated are true.

DATED: Feb 5, 1997


Jody V. Crowley, Incorporator
283 Washington Avenue
Albany, New York 12206

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

TARPON HOLDING REAL ESTATE CORPORATION
FIRST: That a corporation desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation at 11540 Highway 92 East, Seffner, County of Hillsborough, State of Florida, 33584 has named Jeffrey Seaman at that address as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above named corporation, at 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.

DATED: 2-5-97


Jeffrey Seaman, Agent

FILED
97 FEB 10 AM 8:30
TALLAHASSEE, FLORIDA

ARTICLE OF INCORPORATION
OF
TARPON CORPORATION
A Florida Corporation

FILED
97 FEB 10 AM 8:30
TALLAHASSEE, FLORIDA

FILER:

Corporate Service Bureau, Inc.
283 Washington Avenue
Albany, New York 12206