

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 927
Tallahassee, FL 32314

SUBJECT: ABEAR, INC.
(proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and our check
for \$ 122.50.

300002079833--3
-02/06/97-01030--007
****122.50 ****122.50

FROM:

Charles E. Fernette II
Name (printed or typed)
8822 Bay Pointe Drive, F-103
Address
Tampa, FL 33615
City, State, & Zip
(813) 885-3037
Telephone Number

97 FEB 17 PM 4:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Note: Please provide the original and one copy of the Articles.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 6, 1997

CHARLES E FERNETTES, III
8822 BAY POINTE DR
F1-3
TAMPA, FL 33615

SUBJECT: ABEAR, INC.
Ref. Number: W97000003108

We have received your document for ABEAR, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(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.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 697A00006523

ARTICLES OF INCORPORATION

OF

ABEAR OF TAMPA, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

ABEAR OF TAMPA, INC.

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TALLAHASSEE FLORIDA

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

6502 W. Hillsborough
Tampa, FL 33634

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

The corporation is authorized to issue Ten
Thousand shares (10,000) of One Dollar (\$1.00)
par value Common Stock, which shall be designated
"Common Shares."

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Charles E. Fernetto II
8822 Bay Pointe Drive, F-103
Tampa, FL 33615

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Charles E. Fernette II
8822 Bay Pointe Drive, F-103
Tampa, FL 33615

Michael Serekian
2219 7th Street North
St. Petersburg, FL 33704

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

12 day of FEB, 19 97.

Charles E. Fernette II
Signature

Signature

Signature

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, 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: ABEAR OF TAMPA, INC.

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

Charles E. Fernette II
(NAME)

8822 Bay Pointe Drive, F-103
(P.O. BOX NOT ACCEPTABLE)

Tampa, FL 33615
(CITY/STATE/ZIP)

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.

SIGNATURE

Charles E. Fernette II

DATE

2-12-97

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TALLAHASSEE FLORIDA

REGISTERED AGENT FILING FEE: \$35.00