

Kutchins, Bishop & Schultz P.A.
Attorneys & Counselors at Law

BRYAN A. KUTCHINS*
ROBERT C. BISHOP*
GREGORY G. SCHULTZ, LL.M.*

3974 TAMPA ROAD
OLDSMAR, FLORIDA 34677

(813) 855-4663
FAX 813-855-4893

*ADMITTED FLORIDA & MICHIGAN BAR

MAILING ADDRESS:
P.O. BOX 1063
OLDSMAR, FLORIDA 34677

Over 60 Years of Combined Law Practice

February 13, 1997

P97000016127

500002089005--4
-02/17/97--01031--013
****122.50 ****122.50

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

RE: Filing Articles of Incorporation for AWARD'S OF CHAMPIONS, INC.

Gentlemen:

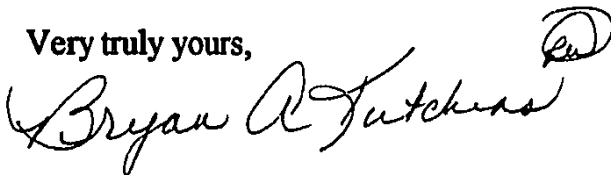
Enclosed are the Articles of Incorporation for a corporation to be incorporated as AWARD'S OF CHAMPIONS, INC. Enclosed is our check in the amount of \$122.50 representing the following:

Filing Fees	\$35.00
Designation of Registered Agent	35.00
Certificated Copy of Articles	<u>52.50</u>
	\$122.50

FILED
97 FEB 17 AM 10:19
TALLAHASSEE, FLORIDA

If you have any questions, please feel free to contact me at (813) 855-4663.

Very truly yours,



Bryan A. Kutchins, Esquire
KUTCHINS, BISHOP & SCHULTZ, P.A. FEB 20 1997
(Signed in his absence to avoid delay)

BAK/rw
Enclosures

FILED
97 FEB 17 AM 10:19
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
AWARD'S OF CHAMPIONS, INC.**

The undersigned subscriber to these Articles of Incorporation hereby forms a Corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the Corporation shall be:

AWARDS OF CHAMPIONS, INC.

ARTICLE II - ADDRESS

The principal address of the corporation shall be:

850 Dunbar Avenue
Oldsmar, Florida 34677

ARTICLE III - DURATION

This Corporation shall have perpetual existence.

ARTICLE IV - PURPOSES

The general character or nature of the business to be transacted by this Corporation is to do any and all legal acts as permitted under the laws of the United States and Florida.

Kutchins, Bishop & Schultz P.A.
Attorneys & Counselors at Law

P.O. BOX 1063
OLDSMAR, FLORIDA 34677
(813) 855-4663

ARTICLE V - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is 7500 shares of voting common stock, each having the par value of \$1.00.

ARTICLE VI - NAME AND ADDRESS OF INITIAL REGISTERED AGENT

The name and address of its initial Registered Agent is:

NAME	ADDRESS
Bryan A. Kutchins, Esq.	3974 Tampa Road Oldsmar, FL 34677

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one member:

NAME	ADDRESS
Bruce Swain	850 Dunbar Ave. Oldsmar, FL 34677

ARTICLE VIII - INCORPORATOR

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

NAME	ADDRESS
Bruce Swain	850 Dunbar Ave. Oldsmar, FL 34677

ARTICLE IX - DATE OF COMMENCEMENT

Kutchins, Bishop & Schultz P.A.
Attorneys & Counselors at Law

169 STATE STREET, WEST SUITE A
P.O. BOX 1063
OLD SAKE, FLORIDA 34677
(813) 855-4663

The date of commencement of corporation existence to commence upon
the filing of the Articles herein by the Department of State.

IN WITNESS THEREOF, the undersigned subscriber has
executed these Articles of Incorporation this 13 day of February, 1997.



BRUCE SWAIN, Incorporator

STATE OF FLORIDA

COUNTY OF PINELLAS

BEFORE ME, a Notary Public authorized to take acknowledgments in
the State and County set forth above personally appeared and personally
known to me, BRUCE SWAIN, who acknowledged to me that he executed
these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed
my official seal, in the State and County aforesaid, this 13 day of February,
1997.


Notary Public, State of Florida

My Commission Expires:



Randi Warner
My Commission CC684088
Expires Sep. 10, 2000

DEPARTMENT OF STATE

Certificate designating place of business or domicile for the Service of Process within this State, Naming Agent upon whom Process may be served.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

AWARD'S OF CHAMPIONS, INC., a corporation organized (or organizing) under the laws of the State of Florida with its principal office at 850 Dunbar Avenue, Oldsmar, Florida 34677, County of Pinellas, State of Florida, and names Bryan A. Kutchins, Esq., 3974 Tampa Road, Oldsmar, Florida 34677, County of Pinellas, State of Florida, as its agent to accept service of process with the State.

ACCEPTANCE:

I agree as Registered Agent to accept Service of Process; to keep office open during prescribed hours; to post my name (and that of any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by law.


Bryan A. Kutchins, Registered Agent

Filing Fee: \$122.50

AFFIDAVIT:

Kutchins, Bishop & Schultz P.A.
Attorneys & Counselors at Law

P.O. BOX 1063
OLDSMAR, FLORIDA 34677
(813) 855-4663

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me personally appeared BRYAN A. KUTCHINS, who is personally known to me, and who, being duly sworn, deposes and says that he executed the foregoing instrument for the purposes expressed therein.

SWORN TO and subscribed before me this 13 day of February, 1997.

Randi Warner

Notary Public, State of Florida

My commission expires:



Randi Warner
My Commission CC584088
Expires Sep. 10, 2000

FILED
97 FEB 17 AM 10:19
TALLAHASSEE, FLORIDA