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MARK A. ROTHMAN

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SRC# 1-2856

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March 14, 1997

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32301

RE: Filing of Articles of Incorporation for
HAMMER 'N DOLLY TOOLS AND EQUIPMENT, INC.

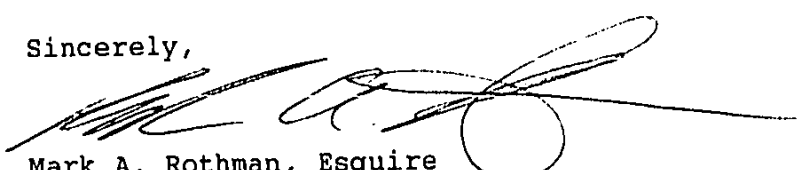
Ladies and Gentlemen:

Enclosed are the Articles of Incorporation for a corporation to be incorporated as HAMMER 'N DOLLY TOOLS AND EQUIPMENT, INC. Enclosed is a check in the amount of \$122.50 representing the following:

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

If you have any additional questions, please feel free to contact my office.

Sincerely,


Mark A. Rothman, Esquire

MAR/mr

Enclosures

MAR 25

FILED
97 MAR 19 AM 11:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

HAMMER 'N DOLLY TOOLS AND EQUIPMENT, INC.

FILED
97 MAR 19 AM 11:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

HAMMER 'N DOLLY TOOLS AND EQUIPMENT, INC.

ARTICLE II - ADDRESS

The principal address of the corporation shall be:

P.O. Box 22253
Sarasota, Florida 34267

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.

ARTICLE V - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is 100 shares of voting common stock, each having the par value of \$1.00.

ARTICLE V - INAME AND ADDRESS OF INITIAL REGISTERED AGENT

The name and address of its initial Registered Agent is:

NAME	ADDRESS
Mark A. Rothman	7211 N. Dale Mabry Hwy. Suite 209 Tampa, FL 33614

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one member:

NAME	ADDRESS
Shaun Martin	4312 N. Nebraska Avenue Tampa, Florida 33603
Larry Gronemeyer	2917 Captiva Way Sarasota, FL 34231

ARTICLE VIII - INCORPORATOR


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

NAME	ADDRESS
Larry Gronemeyer	2917 Captiva Way Sarasota, FL 34231

ARTICLE IX - DATE OF COMMENCEMENT

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 11th day of March, 1997.

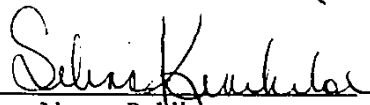

Larry Gronemeyer, Incorporator

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above personally appeared and personally known to me, Larry Gronemeyer, 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 11 day of March, 1997.


Notary Public
State of Florida at Large

My Commission Expires:



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: HAMMER 'N DOLLY TOOLS AND EQUIPMENT, INC. a corporation organized (or organizing) under the laws of the State of Florida with its principal office at P.O. Box 22253, Sarasota, Florida 34267, County of Sarasota, State of Florida, and names Mark A. Rothman, 7211 N. Dale Mabry Highway, Suite 209, Tampa, FL 33614, County of Hillsborough, 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.

Mark A. Rothman, Registered Agent

Filing Fee: \$35.00

AFFIDAVIT:

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

Before me personally appeared MARK A. ROTHMAN, 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.

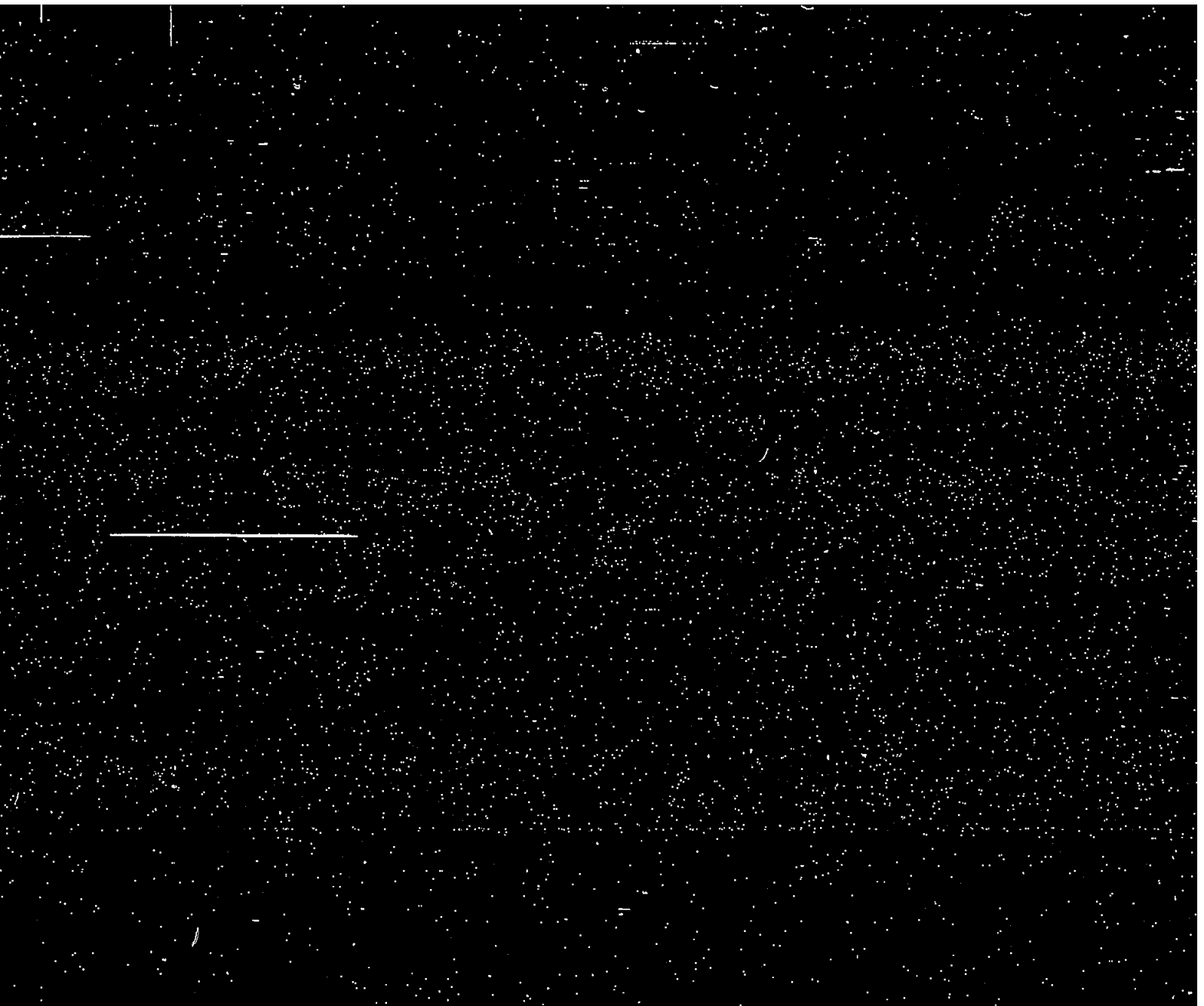
SWORN TO and subscribed before me this 14th day of March, 1997.

Estrella M. Fernandez
Notary Public
State of Florida at Large



ESTRELLA M FERNANDEZ
My Commission CC612000
Expires Nov. 29, 1999

FILED
97 MAR 19 AM 11:44
TALLAHASSEE
SECRETARY OF STATE
FLORIDA



**ARTICLES OF INCORPORATION
OF
SHARKEY PROPERTY, INC.**

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

**ARTICLE 1
NAME**

The name of the corporation shall be: **SHARKEY PROPERTY, INC.**

**ARTICLE 2
ADDRESS OF PRINCIPAL OFFICE OF CORPORATION**

The principal office of the corporation shall be located at: 844 E. Ocean Blvd., Stuart, FL 34994. The mailing address of the corporation shall be: 844 E. Ocean Blvd., Stuart, FL 34994.

**ARTICLE 3
TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE 4
PURPOSE**

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE 5
CAPITAL STOCK**

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is Ten Thousand (10,000) shares of common stock having a nominal or par value of One and no/100 Dollars (\$1.00).

**ARTICLE 6
REGISTERED AGENT**

The corporation's initial registered office and initial registered agent at that address shall be:

Daniel E. Sharkey

844 E. Ocean Blvd.
Stuart, FL 34994

H97000005021

Rick Crary II
555 Colorado Ave.
Stuart, FL 34994
(561) 287-2600
FL Bar No. 0307041

FILED
91 MAR 26 PM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 7 DIRECTORS

The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one (1). The names and street addresses of the members of the first Board of Directors who shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified are as follows:

Daniel E. Sharkey

844 E. Ocean Blvd.
Stuart, FL 34994

Kathleen A. Sharkey

844 E. Ocean Blvd.
Stuart, FL 34994

ARTICLE 8 INCORPORATORS

The names and street addresses of the incorporators of these Articles of Incorporation are as follows:

Daniel E. Sharkey

844 E. Ocean Blvd.
Stuart, FL 34994

ARTICLE 9 PREEMPTIVE RIGHTS

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money, or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder to all shares of common stock currently authorized and issued.

ARTICLE 10 INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

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**ARTICLE 11
AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE 12
MISCELLANEOUS**

Stockholders and directors meetings may be held within or without the State of Florida.

The undersigned incorporator has executed these Articles of Incorporation this 25 day of March, 1997.



Daniel E. Sharkey

H97000005021

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

Pursuant to the provisions of sections 607.0501, Florida Statutes (1993), 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.

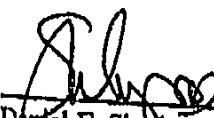
The name of the corporation is SHARKEY PROPERTY, INC..

The name and address of the initial registered agent and office is:

Daniel E. Sharkey

844 E. Ocean Blvd.
Stuart, FL 34994

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.


Daniel E. Sharkey
Registered Agent

FILED
97 MAR 25 PM 8:30
SECRETARY OF STATE
TALLAHASSEE, FL 32399

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