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May 15, 1997

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

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-05/19/97--01127--019
****122.50 ****122.50

RE: Planetwide Enterprises, Inc.

Dear Sir/Madam:

Enclosed are the following:

- 1) Original and one copy of Articles of Incorporation of Planetwide Enterprises, Inc.
- 2) Check in the amount of \$122.50 payable to Secretary of State of Florida.

After filing, please return a certified copy to this office at the above letterhead address.

Thank you in advance for your assistance.

Sincerely,

Dena Burke
Dena Burke, Paralegal

Enclosures

FILED
97 MAY 19 AM 9:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Don P
5/19/97*

**ARTICLES OF INCORPORATION
OF**

PLANETWIDE ENTERPRISES, INC.

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

**ARTICLE I
NAME**

The name of the corporation shall be:
Planetwide Enterprises, Inc.

**ARTICLE II
DURATION**

The duration of the corporation shall be perpetual.

**ARTICLE III
PURPOSE**

The purpose(s) for which the corporation is initially organized, which shall continue to be the purpose(s) of the corporation until and if the same shall be amended pursuant to the provisions of the Florida General Corporation Act, are as follows:

To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE IV
PRINCIPAL OFFICE**

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

300 North Osceola Avenue, Suite 6D
Clearwater, FL 33755-3919

**ARTICLE V
SHARES**

The number of shares that this corporation is authorized to have outstanding at any one time is: 1000 shares

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SECRET

**ARTICLE VI
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

Bart Dobin
300 North Osceola Avenue, Suite 6D
Clearwater, FL 33755-3919

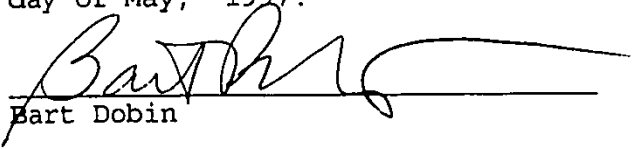
**ARTICLE VII
INCORPORATOR(S)**

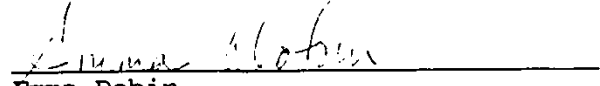
The names and street addresses of the incorporators to these Articles of Incorporation are:

Bart Dobin
300 N. Osceola Ave.
Apt. 6C
Clearwater, FL 33755

Emma Dobin
300 N. Osceola Ave.
Apt. 6C
Clearwater, FL 33755

The undersigned incorporators have executed these Articles of Incorporation this 15 day of May, 1997.


Bart Dobin


Emma Dobin

ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

Pursuant to the provisions of the Florida General Corporation Act, the undersigned does hereby accept its appointment as Registered Agent on which process may be served within the State of Florida for the proposed domestic corporation named in the foregoing Articles of Incorporation. The undersigned is familiar with and does hereby accept the obligations provided for in Section 607 of the Florida statutes.


Bart Dobin, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF PINELLAS

On this 15 day of May, 1997, before me, a Notary Public in and for the State and County aforesaid, personally appeared Bart Dobin and Emma Dobin, who are known to me to be the persons named as the Incorporators in the foregoing Articles of Incorporation of PLANETWIDE ENTERPRISES, INC., and who duly acknowledged to me that they signed said Articles of Incorporation as the Incorporators of said Corporation.



GERALDINE M. BURKE
My Commission CO492934
Expires Feb. 20, 1998

Geraldine M. Burke
Notary Public
My Commission Expires: _____

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97 MAY 19 AM 9:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA