P97000053478



ACCOUNT NO. : 072100000032

REFERENCE: 430884 81002A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE: June 17, 1997

ORDER TIME : 10:12 AM

ORDER NO. : 430884-005

CUSTOMER NO: 81002A

CUSTOMER: Michael S. Teal, Esq

CLAYTON & TEAL, P.A.

114 West Rich Avenue

Deland, FL 32720

DOMESTIC FILING

NAME: POOPS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tonya C. Holliday

EXAMINER'S INITIALS:

RECEIVED
97 JUN 17 AM 11: 38
01VIS:ON OF CORPORATIO

8N JUN 1 7 1997

400002214794--2 -06/17/97--01072--021 ****122.50 ****122.50

CLAYTON & TEAL P.A.

ATTORNEYS AT LAW 114 WEST RICH AVENUE DELAND, FLORIDA 32720

1512 SOUTH VOLUSIA AVENUE ORANGE CITY, FLORIDA 32763

JAMES R. CLAYTON MICHAEL S. TEAL

HOWARD S. WARNER - (1909 - 1992)

DELAND (904) 738 - 3400 ORANGE CITY (904) 775 - 3210 DELAND FAX (904) 738 - 4300 ORANGE CITY FAX (904) 775 - 6500

June 13, 1997

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

Re: Poops, Inc.

Dear Sir or Madam:

Enclosed please find an original and one copy of Articles of Incorporation for the above-referenced corporation. Please file same and return to me a certified copy of the Articles. Also enclosed is a check in the amount of \$122.50 representing payment of your fees in this matter. Should you have any questions, please contact my office.

Very truly yours

Michael S. Teal

MS/abo

ARTICLES OF INCORPORATION

OF

97 JUH 17 PH 2: 33

POOPS, INC.

TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida

General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE ONE:

The name of the corporation is POOPS, INC.

ARTICLE TWO:

The duration of the corporation is perpetual, with commencement at the time of filing these Articles.

ARTICLE THREE:

The general purposes for which the corporation is organized are:

- 1. To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act, or engage in any other trade or business which can, in the opinion of the Board of Directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
- 2. To do such other things as are incidental to the foregoing or necessary or desirable to accomplish the foregoing.

ARTICLE FOUR:

The aggregate number of shares which the corporation is authorized to issue is One

Hundred (100). Such shares shall be of a single class and shall have a par value of One
Dollar (\$5.00) per share. All shares shall be common stock.

ARTICLE FIVE:

The street address of the initial registered office of the corporation is 860 Carter Road, DeLand, FL 32724, and the name of its initial registered agent at such address is DWIGHT D. LEWIS.

ARTICLE SIX:

The number of directors constituting the initial board of directors of the corporation is two (2). The names and addresses of the persons who are to serve as members of the initial board are:

ADDRESS

TARATE.	ADDRESS
DWIGHT D. LEWIS President	860 Carter Road DeLand, FL 32724
ELIZABETH L. LEWIS	860 Carter Road
Secretary/Treasurer	DeLand, FL 32724

ARTICLE SEVEN:

NAME

The name and address of each incorporator is:

DWIGHT D. LEWIS President	860 Carter Road DeLand, FL 32724
ELIZABETH L. LEWIS Secretary/Treasurer	860 Carter Road DeLand, FL 32724

Executed by the undersigned at DeLand, Florida, on the 13th day of June, 1997.

DWIGHT D LEWIS
Incorporator

ELIZABETH L. LEWIS
Incorporator

STATE OF FLORIDA COUNTY OF VOLUSIA

Before me, the undersigned officer, personally appeared DWIGHT D. LEWIS, who is personally known to me or has produced _______ as identification, and who is to me well known to be the person described in and who subscribed to the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at DeLand, Florida, in said County and State, this _____ day of June, 1997.

(SEAL)



ANN M. OSOWSKI
MY COMMISSION # CC369456 EXPIRES
May 29, 1998
BONDED THRU TROY FLOW INSURANCE, INC.

Notary Public - State of Florida My Commission Expires:

STATE OF FLORIDA COUNTY OF VOLUSIA

Before me, the undersigned officer, personally appeared ELIZABETH L. LEWIS, who is personally known to me or has produced ______ as identification, and who is to me well known to be the person described in and who subscribed to the above Articles of Incorporation, and she did freely and voluntarily acknowledge before me according to law that she made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at DeLand, Florida, in said County and State, this 13th day of June, 1997.

(SEAL)



ANN M. OSOWSKI MY COMMISSION & CC369456 EXPIRES May 29, 1998 BONDED THRU TROY JULIU RISURANCE, INC.

Notary Public - State of Florida My Commission Expires:

MST/abo/lewis.art

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May be Serviced

In compliance with Section 48.091, the following is submitted:

That POOPS, INC., desiring to organize under the laws of the State of Florida, with its principal, as indicated in the Articles of Incorporation at 860 Carter Road, DeLand, FL 32724, has named DWIGHT D. LEWIS, located at 860 Carter Road, DeLand, FL 32724, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

POOPS, INC.

DWIGHT D. LEV

Registered Agent