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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 23 PM 1:37

June 19, 1997

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

900002220069--6
-06/23/97--01123--014
****122.50 ****122.50

Re: First Time Enterprises Inc.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of Filing Fees, Certified copy of Articles of Incorporation and Fee for the Registered Agent Designation for the above names Corporation.

Sincerely,

Julene A. Mazzacane
Julene A. Mazzacane

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Mailing Address of Corporation

~~140 Park Ave.~~ P.O. Box 372512
Satellite Beach, Fl 32937
407/773-6336

*Same Person has
R97-2920*

D. BROWN JUN 25 1997

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DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION
of
FIRST TIME ENTERPRISES INC.

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATION NAME

The name of the Corporation is: FIRST TIME ENTERPRISES INC.
POST OFFICE BOX 372512
SATELLITE BEACH, FLORIDA 32937

ARTICLE II - DURATION

This Corporation shall exist perpetually unless dissolved according to Florida Law.

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The Corporation is authorized to issue one hundred shares (100) of One dollar(s) (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - REGISTERED AGENT

The name and street address of the Initial Registered Agent of this Corporation is:

Julene A. Mazzacane
140 Park Ave.
Satellite Beach, Florida 32937

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws,, but never shall be less than one (1). The name and address(es) of the initial director(s) of the Corporation are as follows:

Julene A. Mazzacane
140 Park Ave.
Satellite Beach, Fl 32937

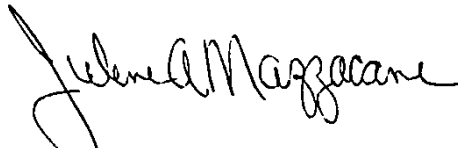
ARTICLE VII - INCORPORATORS

The name(s) and address(es) of the person(s) signing these Articles of Incorporation are as follows:

Julene A. Mazzacane 140 Park Ave.
Satellite Beach, Fl 32937

IN WITNESS WHEREOF, the undersigned subscriber(s) have excuted these Articles of Incorporation this 19th day of June 1997.

STATE OF FLORIDA
COUNTY OF BREVARD

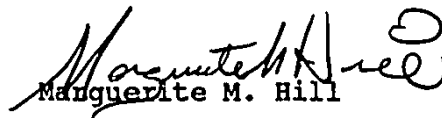


before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

Julene A. Mazzacane, providing Florida Drivers License #m225-423-41-801-0

and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that she excuted these Articles of Incorporation.

IN WITNESS WHEREOF, I have herunto affixed my hand and seal, in the state and county aforesaid, this 19th day of June 1997.


Marquerite M. Hill

Notary Public, State of Florida



SEAL

MARQUERITE M. HILL
MY COMMISSION # CC306824 EXPIRES
August 8, 1997
BONDED THRU TROY FAIR INSURANCE, INC.

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CERTIFICATE OF ACKNOWLEDGEMENT OF
REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
of
First Time Enterprises Inc.

Pursuant to Florida Statutes Sections 48.091 and 607.034, the
following is submitted:

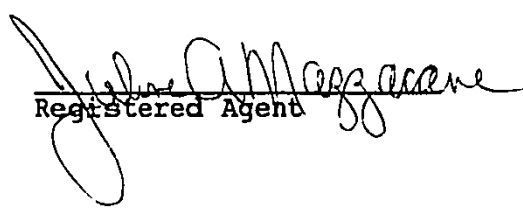
The above Corporation, desiring to organize under the laws of
the State of Florida with its registered office as indicated in
the Articles of Incorporation at

140 Park Ave.
Satellite Beach, Fl 32937

has named Julene A. Mazzacane located at the aforesaid
address, as its Registered Agent to accept service of process
within the State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above
stated Corporation at this place designated in the certificate,
I hereby accept to act in this capacity, and agree to comply
with the provisions of Florida Law in keeping open said office.


Registered Agent