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Barbara's Personal Services, Inc.
PARALEGAL & SECRETARIAL
SUITE 2A
152 8th AVENUE S.W.
LARGO, FLORIDA 33770-3613

WILLS & TYPING
BANKRUPTCY & DIVORCE
INCORPORATIONS

TELEPHONE 813 559-8505
FACSIMILE 584-1462

July 23, 1997

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL 25 AM 9:32

TRANSMITTAL LETTER

SUBJECT: IMPORT EXPORT MALL, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:
Seventy-eight & 75/100 dollars (\$78.75) for Filing Fee and Certificate.

Thank you.

FROM: Barbara S. Hicks

152 8th Avenue, S.W., Suite 2A

Largo, Florida 33770-3613

(813) 559-8505

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*****78.75 *****78.75

Sincerely,

Barbara S. Hicks

Barbara S. Hicks

7/29/97

ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the corporation shall be: **Import Export Mall, Inc.**

ARTICLE II PRINCIPAL OFFICE

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

**1618 Fruitwood Drive
Clearwater, Florida 33756
813/ 462-2646**

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: **One thousand (1,000) shares.**

ARTICLE IV

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**Mark S. Thomas
1618 Fruitwood Drive
Clearwater, Florida 33756
813/ 462-2646**

ARTICLE V INCORPORATORS

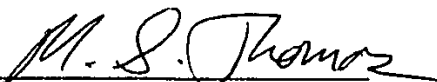
The names and street addresses of the incorporators to these Articles of Incorporations are:

Mark S. Thomas
(Director/ President)

Leslie Thomas
(Vice President)

1618 Fruitwood Drive
Clearwater, Florida 33756

The undersigned incorporators have executed these Articles of Incorporation this 23 day of July, 1997.


MARK S. THOMAS
Director/President


LESLIE THOMAS Vice President

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

Pursuant to the provisions of section 607.0501, Florida Statutes, 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.

1. The name of the corporation is: IMPORT EXPORT MALL INC.
2. The name and address of the registered agent and office is:

MARK S. THOMAS
1618 Fruitwood Drive
Clearwater, Florida 33756
813/ 462-2646

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.


MARK S. THOMAS

This 23 day of July, 1997.

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