

P97000068245

Plape, Inc.
13555 Automobile Blvd., #460
Clearwater, FL 34762

7/31/97

500002258875--5
-08/06/97--01018--001
*****70.00 *****70.00

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

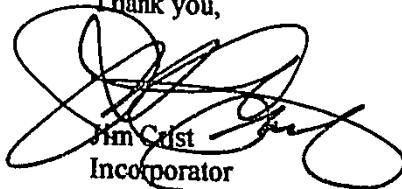
RE: NEW FILING

To Whom It May Concern:

AUG - 7 1997

Please accept the attached articles of incorporation, certificate of designation of registered agent/registered office, and a check for \$70.00.

Thank you,


Jim Crist
Incorporator

FILED
97 AUG - 6 PM 3:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
Plape, INC.

FILED
97 AUG -6 PM 3:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of the Corporation is PLAPE, Inc.

ARTICLE II

ADDRESS

The initial mailing address is 1040 Seminole Blvd., Largo, FL 33770.

ARTICLE III

CAPITAL STOCK

The corporation is authorized to issue 100,000 shares of \$.01 par value common stock.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1040 Seminole Blvd., Largo, Florida 33770, and the name of its initial registered agent of this corporation at that address is Jim Crist.

ARTICLE V

INCORPORATOR

The name and address of each person signing these Articles is:

Jim Crist 1040 Seminole Blvd.
Largo, Florida 33770

ARTICLE VI

PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE VII

DURATION

This corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of Florida.

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The name and address of the initial directors of this corporation are:

<u>Name</u>	<u>Address</u>
Jim Crist	1040 Seminole Blvd. Largo, FL 33770
Laurel Beatty	1040 Seminole Blvd. Largo, FL 33770

ARTICLE IX

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI

BYLAWS

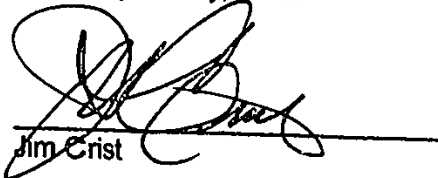
The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE XII

AMENDMENT

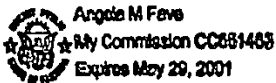
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

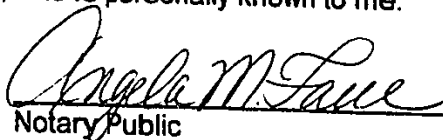
IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on the 24th day of July, 1997.

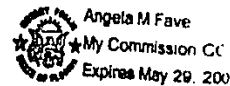

Jim Crist

STATE OF FLORIDA
COUNTY OF PINELLAS

Sworn to and subscribed before me this 24th day of July, 1997, by Jim Crist, who is personally known to me.





Notary Public



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of PLAPE, Inc., which is contained in the foregoing Articles of Incorporation.

Dated this 24th day of July, 1997.


Jim Crist
as Registered Agent

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

FILED

97 AUG -6 PM 3:07

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

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: Plape, Inc.

2. The name and address of the registered agent and office is:

Jim Crist

(NAME)


13555 Automobile Blvd. #460

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Clearwater, FL 34762

(CITY/STATE/ZIP)

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.


(SIGNATURE)

7/31/97

(DATE)