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FILED
97 OCT -3 AM 10:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32301-6327

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-10/03/97--01059--016
*****70.00 *****70.00

In Re: Incorporation of PAPCO, INC.

Gentlemen:

Enclosed is the original of the Articles of Incorporation. A check for \$70.00 for filing is enclosed.

Very truly yours,



STEPHEN D. CARLE

SDC:jsc

Enclosures

TM-10/6/97

ARTICLES OF INCORPORATION
OF
PAPCO, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being qualified to act as incorporators under the Florida General Corporation Act, adopt the following Articles of Incorporation for the purpose of organizing a Corporation under the Act:

1. The name of the Corporation is:

PAPCO, INC.

2. The duration of the Corporation is perpetual.

3. The street address of the initial principal office and the registered office of the Corporation in the State of Florida shall be 29325 Chandler Trace, Wesley Chapel, Florida 33544, and the name of the Registered Agent at such address is DEANNA RUTH FISHER.

4. The Corporation is to be for profit.

5. The purposes for which the Corporation is organized are:

To own, operate and manage flea markets and all related facilities and services;

To do any or all of the things herein set forth, and all things usual, necessary or proper in furtherance of or incidental to said business, to the same extent as natural persons might or could do in any part of the world, at wholesale or retail, as principal, agent, contractor, trustee or otherwise, and either alone or in company with others;

To carry on any other business, whether selling, manufacturing or otherwise, and to do all things not forbidden by the laws of the State of Florida, provided, however, that the Corporation is not being formed for any purpose which requires compliance with statutory provisions not a part of the Act which govern the formation of corporations and is not being organized for a purpose or purposes which require authorization under the laws or statutory regulations of the State of Florida by any office or commission other than the Office of the Secretary of State;

To be vested with all the rights and powers now or hereafter conferred upon such corporations by the laws of the State of Florida;

But if this Corporation shall undertake to do any of the things hereinbefore set forth in any state other than Florida, in the District of Columbia, in any territory, colony, or dependency of the United States, or in any foreign country or in any colony or dependency thereof, then as to such jurisdictions, and each of them, this Corporation shall be deemed to have such powers only insofar as such jurisdictions respectively permit corporations within their several respective jurisdictions to execute such powers.

6. The maximum number of shares that the Corporation is authorized to issue is one thousand (1,000) shares, all without par value. Such shares shall be of one class and shall be designated common shares.

7. The initial Board of Directors shall contain two Directors whose names and addresses follow:

EDMOND L. FISHER
29325 Chandler Trace
Wesley Chapel, FL 33544

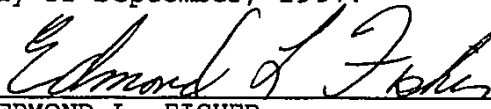
DEANNA RUTH FISHER
29325 Chandler Trace
Wesley Chapel, FL 33544

8. The name and address of the incorporators are:

EDMOND L. FISHER	DEANNA RUTH FISHER
29325 Chandler Trace	29325 Chandler Trace
Wesley Chapel, FL 33544	Wesley Chapel, FL 33544

This Corporation shall enjoy and be subject to such benefits, privileges and immunities and such restrictions, liabilities and obligations as are provided with respect to corporations for profit generally by the laws of the land and which are held applicable to corporations for profit organized under the Florida General Corporation Act.

EXECUTED This 30th day of September, 1997.


EDMOND L. FISHER


DEANNA RUTH FISHER

INCORPORATORS

STATE OF FLORIDA)

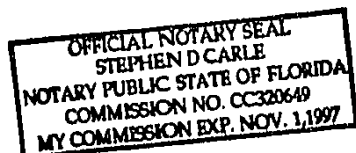
COUNTY OF PASCO)

The foregoing instrument was acknowledged before me this 30th day of September, 1997, by EDMOND L. FISHER,

☒ who is personally known to me, OR

☐ who has produced _____ as identification.


Signature of Notary Public



Typed/Printed Name of Notary Public
NOTARY PUBLIC

Serial Number (if any) _____

My commission expires: _____


STATE OF FLORIDA)

COUNTY OF PASCO)

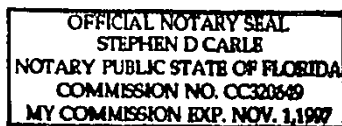
The foregoing instrument was acknowledged before me this
30th day of September, 1997, by DEANNA RUTH FISHER,

☒ who is personally known to me, OR

☐ who has produced _____ as identification.



Signature of Notary Public



Typed/Printed Name of Notary Public
NOTARY PUBLIC

Serial Number (if any)

My commission expires:

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TALLAHASSEE, FLORIDA

Acceptance of Designation as Registered Agent

The undersigned hereby accepts designation as Registered
Agent of PAPCO, INC., and acknowledges that the undersigned is
familiar with and accepts the obligations imposed upon registered
agents by the Florida Statutes, this 30th day of September, 1997.



DEANNA RUTH FISHER