

P97000091506

Anne Mann
8531 Quail Hollow Blvd.
Wesley Chapel, FL 33544

Oct. 15, 1997

Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

100002326451--7
-10/22/97--01025--013
****125.00 ****125.00

Sir:

Please find enclosed 2 copies of "Articles of Incorporation" and a check for \$125.00.

Please return one copy to the above address.

Sincerely,



Anne Mann

FILED
97 OCT 22 AM 10:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. Nadeau OCT 24 1997

ARTICLES OF INCORPORATION
OF
PORTOBELLO ROAD INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation shall be PORTOBELLO ROAD, and its principal office shall be 8531 Quail Hollow Boulevard, Wesley Chapel, Florida 33544-2022.

ARTICLE II

This corporation shall have perpetual existence, which shall commence at the time of the filing of these Articles of Incorporation with the Department of State.

ARTICLE III

The purpose of this corporation is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes. The corporation shall also have all other powers provided in the statutes of the State of Florida.

ARTICLE IV

The corporation is authorized to issue 500 shares of common stock of a par value of \$1.00 per share.

ARTICLE V

The initial registered agent for this corporation is Robert F. McKee, Esquire, and the initial registered office is located at 1718 E. 7th Avenue, Suite 301, Tampa, Florida 33605.

ARTICLE VI

The amount of capital with which this corporation shall begin business shall be not less than \$500.

ARTICLE VII

The number of Directors constituting the initial Board of Directors shall be one (1). The number of Directors may be either increased or decreased from time to time by the By-Laws but shall never be less than one (1).

ARTICLE VIII

The names and street addresses of each member of the initial Board of Directors is:

Mary Anne Mann
8531 Quail Hollow Boulevard
Wesley Chapel, FL 33544-2022

She shall hold this office until the first annual meeting of stockholders.

ARTICLE IX

The name and street addresses of each of the initial officers of the corporation are as follows:

Mary Anne Mann, President
8531 Quail Hollow Boulevard
Wesley Chapel, FL 33544-2022

ARTICLE X

Subject to the provisions of the Florida Statutes, stockholders' meetings may be held at any place designated by the Directors.

ARTICLE XI

The following additional provisions are inserted for the conduct of the affairs of the corporation:

(a) The corporation may incur any indebtedness in any amount that is in the best interest of the corporation.

(b) The Board of Directors of the corporation is hereby authorized and empowered, from time to time, at its discretion, to:

(i) make and amend By-Laws of the corporation;

(ii) establish such reserves as the Board may deem necessary and in the best interests of the corporation and to set such funds aside for the purpose of the reserve.

The undersigned, constituting all of the original subscribers for the shares of stock of this corporation, and for the purpose of forming a corporation for profit pursuant to Chapter 607, Florida Statutes, do hereby make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated therein are true and each does agree to take the shares of stock hereinabove authorized in the following amounts:

Mary Anne Mann	250
Elizabeth A. Graves	250

The undersigned original subscriber has executed these Articles of Incorporation for the purposes herein expressed.

Mary Anne Mann
Mary Anne Mann
8531 Quail Hollow Boulevard
Wesley Chapel, FL 33544-2022

STATE OF FLORIDA)
COUNTY OF)

SWORN TO AND SUBSCRIBED before me by
Mary Anne Mann, to me personally known,
or who has shown FLA D.L.
as identification, on this 7 day of
October, 1997.

Michelle Kates
NOTARY PUBLIC, STATE OF FLORIDA
My Commission Expires:

 Michelle Kates
MY COMMISSION # CC653155 EXPIRES
June 5, 2001
BONDED THRU TROY FARM INSURANCE, INC.

CONSENT OF REGISTERED AGENT

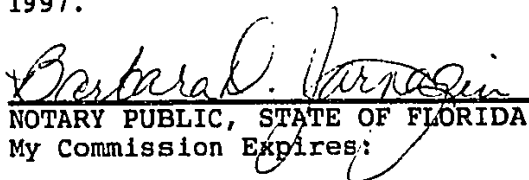
HAVING BEEN NAMED as Registered Agent for Portobello Road INC. at the office designated in the foregoing Articles of Incorporation, the undersigned hereby accepts the designation.



Robert F. McKee
Kelly & McKee, P.A.
1718 E. 7th Ave., Suite 301
P.O. Box 75638
Tampa, FL 33675-0638
(813) 248-6400

STATE OF FLORIDA)
COUNTY OF HILLSBOROUGH)

SWORN TO AND SUBSCRIBED before me by Robert F. McKee, to me personally known, on this 23rd day of September, 1997.



NOTARY PUBLIC, STATE OF FLORIDA
My Commission Expires:

FILED
97 OCT 22 AM 10:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTARY PUBLIC BARBARA D. JARNAGIN
COMMISSION # CC592346
EXPIRES NOV 23, 2000
BONDED THROUGH
ATLANTIC BONDING CO., INC.

