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97 OCT 27 1997
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MATHIASSEE, FLA
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*ALSO ADMITTED IN OH.

October 22, 1997

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

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-10/27/97--01060--008
*****122.50 *****122.50

RE: Two Suns Corporation

Dear Mr. Mann:

Enclosed are Articles of Incorporation for a new Florida business corporation, Two Suns Corporation. Attached to the Articles is an executed designation of registered agent.

Also enclosed is a check for \$122.50 for the filing fee, designation of registered agent, and a certified copy of the Articles.

Please send the certified copy to me, and please call me if you have any questions.

Very truly yours,

LIPPES, SILVERSTEIN, MATHIAS & WEXLER LLP


John P. Hains

JPH/jh
Enclosure

F. CHANDLER

OCT 29 1997

ARTICLES OF INCORPORATION
OF
TWO SUNS CORPORATION

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

Article 1: Name

The name of the Corporation shall be TWO SUNS CORPORATION.

The principal office of the Corporation shall be:

Barnett Center, Suite 350
1001 Third Avenue West
Bradenton, Florida 34205-7841

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TALLAHASSEE, FLORIDA

Article 2: Nature of Business

The Corporation may engage in any lawful activity or business permitted under the laws of the United States, the State of Florida, or any other state or nation.

Article 3: Capital Stock

The aggregate number of shares of stock that the Corporation is authorized to issue is:

Forty thousand shares of common stock without par value

Article 4: Term of Existence

The Corporation shall have perpetual existence.

Article 5: Officers and Directors

The number of directors may be increased or decreased from time to time as provided in the bylaws, but shall never be fewer than one.

The names and street addresses of the initial officers and directors who shall hold office for the first year of the Corporation's existence and until their respective successors shall be elected and qualified are:

| <u>Name</u> | <u>Address</u> | <u>Office</u> |
|--------------|---|------------------------|
| Gloria Cross | 10170 Green Hills Drive Portland, New York 14769 | Director, President |

Article 6: Registered Agent

The initial registered agent is:

Pierre Ficherouille
BRIAC
Barnett Center, Suite 350
1001 Third Avenue West
Bradenton, Florida 34205-7841

Article 7: Incorporator

The name and street address of the incorporator is

John P. Hains
4012 Eckhardt Road
Hamburg, New York 14075

IN WITNESS WHEREOF, the undersigned incorporator has
executed these Articles of Incorporation this 17th day of October,
1997.




John P. Hains

TWO SUNS CORPORATION

Having been named as Registered Agent for the above-named corporation at the place named in the Articles of Incorporation, I hereby accept 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 compete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Date: 10/15/97



Pierre Ficheronille

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