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January 16, 1998

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

SUBJECT: TIM DUKE, INC.

700002404947--3
-01/20/98--01089--008
****122.50 ****122.50

Dear Clerk:

Enclosed is an original and one copy of the articles of incorporation. A check for \$122.50 is enclosed. This represents payment for incorporation.

Please return a copy of the filed articles to the above address.

Sincerely,

Michael Gonzalez

MG/p

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESSEN JAN 17 1998

ARTICLES OF INCORPORATION

OF

TIM DUKE, INC.

We, the undersigned, in order to form a corporation under and pursuant to the provisions of the Law of Florida for the purposes set forth below, hereby subscribed to these Articles of Incorporation.

I

The name of the corporation shall be:

TIM DUKE, INC.

II

The purpose and general nature of the business to be conducted and transacted by the corporation shall be as follows:

- A. To do and transact any and all business as permitted under the laws of the State of Florida and the United States of America.
- B. To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of capital stock, or any bonds, securities, or other evidences of indebtedness, created by any corporation and while owner of such stock or evidences of indebtedness, to exercise all of the rights, powers and privileges of ownership, including the right to vote according to the rights of said instruments and agreements.
- C. To Purchase, hold, sell and transfer shares of its own capital stock; subject, however, to such limitations as may be provided by law; and provided further, that shares of its own capital stock owned by the corporation shall not be voted upon directly or indirectly nor counted as outstanding for the purpose of any stockholder's quorum or vote.
- D. Without limiting any of the purposes, powers and objects of this corporation, it is expressly declared and provided that this corporation shall have power in carrying on its own business, or for the purpose of accomplishment of any of the purposes or attainment of the objects hereinabove specified, to make and perform contracts of any kind and description and to do any and all other acts and things, and to exercise any and all powers, either as principal, agent or broker, conferred by the Laws of Florida upon corporations, which a partnership or natural person could do and exercise, and which now or hereafter may be authorized by law.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

III

The number of shares of stock that this corporation is authorized to have outstanding at any time is 100 shares at \$1.00 par value.

IV

The amount of capital with which this corporation shall begin business shall be One Hundred Dollars (\$100.00).

V

The existence of this corporation shall be perpetual.

VI

The mailing address of this corporation shall be Timothy J. Davis, c/o Gonzalez & Gonzalez, 4098 N. Westshore, #906, Tampa, Hillsborough County, Florida.

VII

The name and address of each person signing these articles of incorporation as an incorporator is:

Name	Address	Share	Value
Timothy J. Davis	c/o Gonzalez & Gonzalez 1408 N. Westshore, #906 Tampa, FL 33607	100	\$100

VIII

The Corporation is to be managed by a Board of Directors which shall consist of not less than one and not more than four members. The name and addresses of the initial directors are:

Name	Address
Timothy J. Davis	c/o Gonzalez & Gonzalez 1408 N. Westshore, #906 Tampa, FL 33607

The initial Directors shall hold office until their successors are elected and qualify as

provided by the bylaws. Thereafter the term of office of each director shall be one (1) year and until the election and qualification of a successor.

IX

That the officers of the corporation shall be:

Timothy J. Davis	President, Vice-President
	Secretary, Treasurer

X

The registered agent and the registered office for this corporation is:

Timothy J. Davis
c/o Gonzalez & Gonzalez
1408 N. Westshore, #906
Tampa, FL 33607


XI

The Corporation may be dissolved at any time by demand and notice given by any shareholder. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

XII

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.


TIMOTHY J. DAVIS
Registered Agent

IN WITNESS WHEREOF, we have hereunto made, subscribed and acknowledge these Articles of Incorporation.


TIMOTHY J. DAVIS

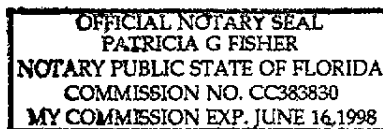
STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

I hereby certify that on this date personally appeared TIMOTHY J. DAVIS who is personally known to me and who upon being duly sworn executed and acknowledged these Articles of Incorporation to be the act and deed of the incorporator and that the facts set forth therein are true.

WITNESS my hand and seal at Tampa, Hillsborough County, Florida, this 16th day of January, 1998.

Patricia G. Fisher
Notary Public



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