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W. H. McAnnally IV  
Attorney at Law  
Sunshine State Federal S & L Bldg.  
420 W. Brandon Blvd., Suite 202  
Brandon, FL 33511  
(813) 653-0772



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DIVISION OF CORPORATIONS  
98 JAN 29 PM 1:08

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

January 21, 1998

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-01/29/98--01037--012  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: TROPI MEX, INC.


Gentlemen:

Enclosed are an original and one copy of Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$70.00 is enclosed which represents the following fees:

Filing Fee	\$35.00
Registered agent fee	\$35.00

Please file the original of the enclosed Articles of Incorporation and return a non-certified copy to the undersigned.

Sincerely,

  
William H. McAnnally, IV  
420 W. Brandon Blvd.  
Suite 202  
Brandon, FL 33511  
(813) 653-0772

(similar named corp)  
Tropi-Mex  
name ok per KB

h  
1/30

ARTICLES OF INCORPORATION

OF

TROPI MEX, INC.

ARTICLE I - NAME

The name of this corporation shall be:

TROPI MEX, INC.

ARTICLE II - DURATION

The corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation shall be: 420 W. Brandon Blvd., Suite 202, Brandon, FL 33511. The initial Registered Agent of this corporation at such office, shall be WILLIAM H. MCANNALLY, IV, who upon accepting this designation

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98 JAN 29 PM 4:08

agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time-to-time with respect to keeping an office open for service of process.

ARTICLE VI  
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation shall be: 4313 Gentrice Dr., Valrico, FL 33594.

ARTICLE VII  
INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1) member. The number of directors may be increased or decreased from time-to-time by vote of the Shareholders as set out in the By-Laws. The names and addresses of the initial Board is:

NAME	ADDRESS
ROSA M. LICHTY	4313 Gentrice Dr. Valrico, FL 33594

ARTICLE VIII - INCORPORATORS

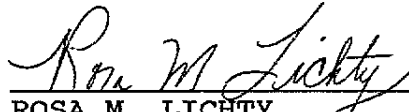
The name and address of the person signing these Articles of Incorporation is:

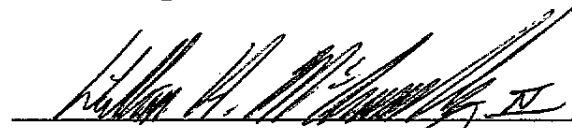
NAME	ADDRESS
ROSA M. LICHTY	4313 Gentrice Dr. Valrico, FL 33594

ARTICLE IX  
AMENDMENT OF ARTICLES

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 Incorporator has executed these Articles of Incorporation, this 21st day of January, 1998.

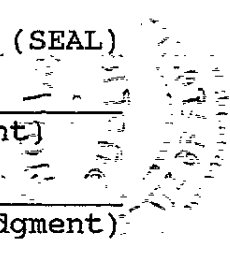
  
\_\_\_\_\_  
ROSA M. LICHTY,  
as Incorporator

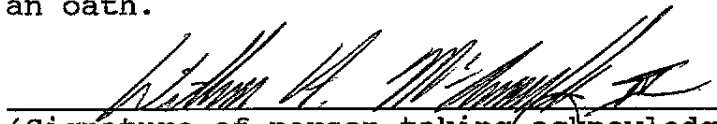
  
\_\_\_\_\_  
WILLIAM H. MCANNALLY, IV,  
as Registered Agent

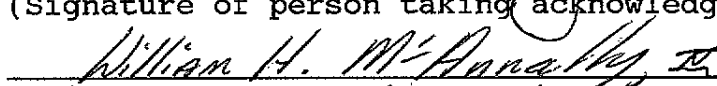
STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing Articles of Incorporation of TROPI MEX, INC., was acknowledged before me this 21st day of January, 1998, by ROSA M. LICHTY, as incorporator, who is personally known to me or who has produced Florida driver's license as identification and who did/did not take an oath.

(SEAL)



  
\_\_\_\_\_  
(Signature of person taking acknowledgment)

  
\_\_\_\_\_  
(Printed Name of officer taking acknowledgment)

NOTARY PUBLIC  
(Title or rank)

\_\_\_\_\_  
(Serial number, if any)



WILLIAM H. MCANNALLY, IV  
My Commission CC516718  
Expires Dec. 06, 1999

CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE, NAMING REGISTERED OFFICE  
AND REGISTERED AGENT (AND RESIDENT AGENT)

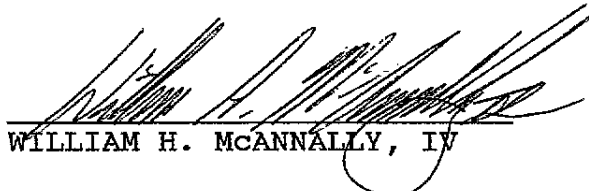
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Pursuant to applicable Florida Statutes, the following is  
submitted:

That TROPI MEX, INC., desiring to organize under the laws of  
the State of Florida, with its Registered Office as indicated in  
the ARTICLES OF INCORPORATION at 420 W. Brandon Blvd., Suite 202,  
Brandon, FL 33511, has named WILLIAM H. MCANNALLY, IV, as its  
Registered Agent (and Resident Agent).

ACKNOWLEDGMENT

Having been named Registered Agent for the above-stated  
corporation as designated in this Certificate, I hereby accept to  
act in this capacity, and agree to comply with the provisions of  
said Act relative to keeping open said office.

  
WILLIAM H. MCANNALLY, IV