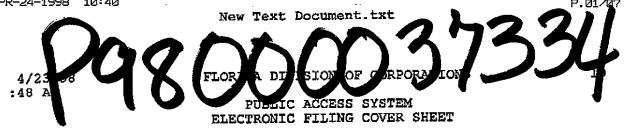
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DIVISION OF CORPORATIONS TO:

FAX #: (850) 922-4*DOD*

001

FROM: CHERRY & SPENCER, P.A.

ACCT#: 072100000

272

CONTACT: JULIE N KRAUSS

PHONE: (561) 471-7767

FAX #: (561)471-7

974

NAME: TOO BIZAARE, INC.

AUDIT NUMBER..... 198000007661

DOC TYPE......FLORIDA PROFIT CORPORATION OR

CERT. OF STATUS...0

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 24, 1998

CHERRY & SPENCER, P.A.

SUBJECT: TOO BIZZARE, INC.

REF: W98000009164

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The FAX audit number must be on the top and bottom of each page of the document.

The name of the entity must be identical throughout the document.

PLEASE COMPARE WHAT YOU HAVE IN THE HEADING AND IN ARTICLE I WITH THE CORPORATION NAME AT THE BOTTOM OF THE PAGES. PLEASE DECIDE WHETHER YOU WOULD LIKE THE COMMA OR NOT. ALSO, IF POSSIBLE, PLEASE RE-DO THE DOCUMENT SO THAT THE WORDING SHOWS UP GOING VERTICALLY FROM TOP TO BOTTOM INSTEAD OF HOW IT IS HERE.

If you have any further questions concerning your document, please call (850) 487-6926.

Tracy Augsburger Document Specialist FAX Aud. #: H98000007661 Letter Number: 198A00022218 FAN: H98000007661 5

ARTICLES OF INCORPORATION OF TOO BIZZARE, INC.

ARTICLE I

Name

The name of the corporation is Too Bizzare, Inc. and its principal business address is 287 E. Indiantown Road, Bay B2, Jupiter, Florida 33477.

ARTICLE II

Duration

This corporation shall have perpetual existence.

ARTICLE III

<u>Purpose</u>

This corporation is organized for the transaction of any and all lawful business as allowed under the laws of the State of Florida with respect to corporations, as those laws now exist or as they may hereafter provide.

THIS DOCUMENT WAS PREPARED BY Richard G. Cherry, Esq. CHERRY & SPENCER, P.A. 1665 Palm Beach Lakes Boulevard Suite 600 West Palm Beach, Florida 33401 (561) 471-7767 (561) 471-7974 (Facsimile) Florida Bar No.: 303860

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ARTICLE IV

Capital Stock

This corporation is authorized to issue 1,000 shares of ONE DOLLAR (\$1.00) par value common stock.

ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1665 Palm Beach Lakes Blvd., Suite 600, West Palm Beach, Florida and the name of the initial registered agent of this corporation at the address is Richard G. Cherry.

ARTICLE VI

Incorporators

The name and address of the person signing these articles is:

Richard G. Cherry

1665 Palm Beach Lakes Boulevard Suite 600 West Palm Beach, Florida 33401

ARTICLE VII

Directors

The name and address of the initial directors of this corporation are:

DEAN M. O'NEILL 6335 Barbara Street Palm Beach Gardens, Florida 33418

ALBERT T. SALOPEK 11148 Heartwood Place West Palm Beach, Florida 33414

> ARTICLES OF INCORPORATION TOO BIZZARE, INC. Page -2-

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HOWARD GRIFFITH 921 Lake Avenue Lake Worth, Florida 33460

ARTICLE VIII

Powers

This corporation shall have all of the corporate powers enumerated in Florida Statutes Section 607.0302.

ARTICLE IX

<u>Indemnification</u>

This corporation shall, to the fullest extent permitted by the provisions of Florida Statutes Section 607.0850, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provision from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such a person.

ARTICLES OF INCORPORATION TOO BIZZARE, INC.
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ARTICLE X

Amend<u>ment</u>

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 shareholder(s) is subject to this reservation.

ARTICLE XI

<u>Bylaws</u>

The bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any bylaw adopted by shareholders if the shareholders specifically provide such bylaw is not subject to amendment or repeal by the directors.

ARTICLE XII

Beginning of Corporate Existence

Corporate existence shall begin upon the filing of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 23rd day of April, 1998.

Richard G. Cherry

ARTICLES OF INCORPORATION TOO BIZZARE, INC. Page -4-

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ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE

DATE _

98 APR 24 PHI2: 17
SECRETARY OF STATE

ARTICLES OF INCORPORATION TOO BIZZARE, INC. Page -5-