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FEINBERG, ISAAK & SMITH, P.A.

Attorneys at Law

Tampa, Lakeland, Clearwater, St. Petersburg, Bradenton, New Port Richey
324 North Dale Mabry Highway
Suite 100
Tampa, Florida 33609

FILED

98 APR 24 PM 4:29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Telephone (813)879-1234
Facsimile (813)871-3616

Richard B. Feinberg
Malka Isaak
Ziona Kopelovich
Thomas A. Nanna
Patrick R. Smith
Charles T. Stohlman

EFFECTIVE DATE

4-22-98

MALKA ISAAK:

Direct Telephone: (813) 870-2962
Direct Facsimile: (813) 878-0878

April 22, 1998

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

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-04/24/98--01068--015
****122.50 ****122.50

Re: Tampa Royal Co.

Dear Sir or Madam:

Enclosed are Articles of Incorporation for the above-named corporation, along with a check in the amount of \$122.50 for the filing fee for those Articles. Please process those documents at your earliest convenience and return a certified copy of each of those Articles to this office.

Thank you in advance for your cooperation. If you have any questions, do not hesitate to contact the undersigned.

Very truly yours,

Malka Isaak
Signed in Ms. Isaak's
absence to avoid delay

GDK

Enclosure

P. Hall

APR 27 1998

(5)

ARTICLES OF INCORPORATION

OF

TAMPA ROYAL CO.

FILED

98 APR 24 PM 4:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator for the purpose of forming a corporation under Chapter 607 Florida Statutes, hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME AND ADDRESS

EFFECTIVE DATE
4-22-98

The name of this corporation is TAMPA ROYAL CO. The business mailing address of the corporation is 324 N. Dale Mabry Hwy., Suite 100, Tampa, Florida 33609.

ARTICLE II - DURATION

The duration of the corporation is perpetual.

ARTICLE III - COMMENCEMENT OF EXISTENCE

The corporation shall commence its existence at the time that the Articles of Incorporation are subscribed to and acknowledged.

ARTICLE IV - SHARES OF STOCK

The aggregate number of shares which the corporation is authorized to issue is 1,000,000. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE V - PURPOSE

This corporation is organized for the purpose of transacting any business that a corporation may engage in under the laws of the State of Florida.

ARTICLE VI - INITIAL SUBSCRIBERS

The initial subscriber to these Articles of Incorporation is MALKA ISAAK, whose address is 324 N. Dale Mabry Hwy., Suite 100, Tampa, Florida 33609.

ARTICLE VII - OFFICERS AND DIRECTORS

Officers and Directors shall be duly elected pursuant to the Bylaws of the Corporation and shall serve until the next election or their resignation. The officers and directors may either be increased or decreased from time to time by the Bylaws, but shall never be less than one. The initial officers and directors of the corporation shall be:

Malka Isaak - President and Director

ARTICLE VIII - BYLAWS

The Bylaws of the Corporation shall be made by the Initial Subscriber. The Bylaws shall be adopted and may be amended in accordance with the procedure set forth in the Bylaws.

ARTICLE IX - MANAGEMENT BY SHAREHOLDERS

The Corporation shall be managed by its Shareholders and shall require a unanimous vote for all resolutions, unless otherwise provided by Shareholders Agreement.

ARTICLE X - PREEMPTIVE RIGHTS

Shareholders shall have preemptive rights. Such rights shall be governed by Shareholders Agreement.

ARTICLE XI - AMENDMENTS

The Articles of Incorporation of the Corporation may be amended by resolution of the Board of Directors, approved by the members of the Corporation, as provided in the Bylaws of the Corporation.

ARTICLE XII - REGISTERED OFFICE AND REGISTERED AGENT

The Registered Office and the Registered Agent of the Corporation shall be:

Malka Isaak
324 N. Dale Mabry Hwy., Suite 100
Tampa, Florida 33609

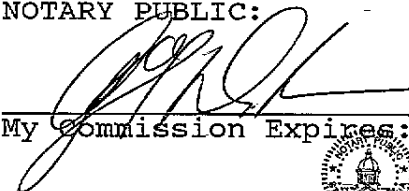
The undersigned subscriber has executed these Articles of Incorporation this 2nd day of April, 1998.


MALKA ISAAK

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 2nd day of April, 1998 by MALKA ISAAK, the foregoing Subscriber, who is personally known to me and who did take an oath.

NOTARY PUBLIC:


My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT



FILED
98 APR 24 PM 4:00
GARY KOCEMBA
MY COMMISSION # CC690543 EXPIRES
November 16, 2001
BONDED THRU TROY FAIR INSURANCE, INC.


Having been named to accept service of process for TAMPA ROYAL CO., at the place designated in the Articles of Incorporation, I, MALKA ISAAK, hereby agree to act in this capacity, and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping such office open.


MALKA ISAAK

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 2nd day
of April, 1998 by MALKA ISAAK, Registered Agent, who is personally
known to me and who did take an oath.

NOTARY PUBLIC:


My Commission Expires:



Gail D. Kocemba
MY COMMISSION # CC690543 EXPIRES
November 16, 2001
BONDED THRU TROY FAIR INSURANCE, INC.