

FLORIDA MANAGEMENT SERVICES

Independent Accountants in Public Practice

P 98000042702

05/05/98

Florida Department of State
Corporate Records
P. O. Box 6327
Tallahassee, Florida 32301

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-05/07/98--01030--018
****122.50 ****122.50

Re: Incorporation Application - BOUNCE AROUND, INC.

Attached are the Articles of Incorporation for the above referenced Corporation and the necessary filing fees as follows

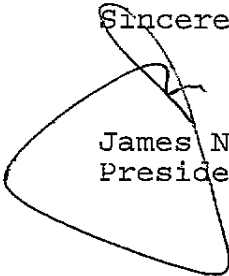
Filing fees:	\$35.00
Designation of Registered Agent:	\$35.00
Certified Copy:	\$52.50

	\$122.50
	=====

FILED
98 MAY -7 AM 10:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please send the certified copy of the articles to the address below.

Sincerely,


James N. Mower
President

5201 West Kennedy Blvd., Suite 530, Tampa, Florida 33609
Phone (813) 870-3292 ~ Fax (813) 286-9604 ~ E-Mail FIMgmt@aol.com

ARTICLES OF INCORPORATION

OF

BOUNCE ALOT, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME AND ADDRESS

The name and principal address of the corporation shall be:

BOUNCE ALOT, INC.

8111 Land O'Lakes Blvd.
Land O'Lakes, Florida 34639

ARTICLE II. NATURE OF BUSINESS

The corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having a par value of \$1 per share.

ARTICLE IV. REGISTERED AGENT ADDRESS

The street address of the initial registered office of the corporation shall be:

8111 Land O'Lakes Blvd.
Land O'Lakes, Florida 34639

The name and written acceptance of the initial registered agent of the corporation at that address is as follows:

"I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation."


Timothy L. Chrzanowski

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98 MAY -7 AM 10:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

The corporation shall have two directors, initially. The name and street address of the initial members of the Board of Directors are:

Director Timothy L. Chrzanowski
8111 Land O'Lakes Blvd.
Land O'Lakes, Florida 34639

Director Cynthia A. Chrzanowski
8111 Land O'Lakes Blvd.
Land O'Lakes, Florida 34639

ARTICLE VII. OFFICERS

The name and address of the initial officers of the corporation who shall hold office for the first year of the corporation until their successors are elected or appointed are:

President Timothy L. Chrzanowski
8111 Land O'Lakes Blvd.
Land O'Lakes, Florida 34639

Secretary Cynthia A. Chrzanowski
8111 Land O'Lakes Blvd.
Land O'Lakes, Florida 34639

ARTICLE VIII. SUBSCRIBER

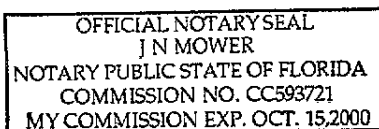
The name and street address of the subscriber to these Articles of Incorporation is:

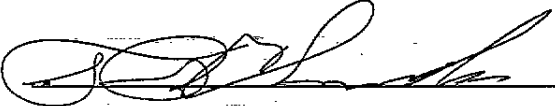
Timothy L. Chrzanowski
8111 Land O'Lakes Blvd.
Land O'Lakes, Florida 34639

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 5th day of May, 1998.

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 5th day of May, 1998.





Notary Public, State of Florida

FILED
98 MAY -7 AM 10:09
TALLAHASSEE, FLORIDA
SECRETARY OF STATE