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ACCOUNT NO. : 072100000032

REFERENCE : 843772 . 150511A

AUTHORIZATION :

Patricia Pzyto

COST LIMIT : \$ 122.50

ORDER DATE : June 4, 1998

ORDER TIME : 11:36 AM

ORDER NO. : 843772-005

100002548211--7

CUSTOMER NO: 150511A

CUSTOMER: Francis E. Friscia, Esq
MEIROSE & FRISCIA, P.A.

500 North Westshore Boulevard
Suite #635
Tampa, FL 33609

DOMESTIC FILING

NAME: FLAT-OUT, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN -4 AM 8:57

RECEIVED
98 JUN -4 PM 3:26
DIVISION OF
INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN -4 AM 8:57

ARTICLES OF INCORPORATION
OF
FLAT-OUT, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

FLAT-OUT, INC.

The address of the principal office of this corporation shall be 3429 Southwest 7th Lane, Cape Coral, Florida 33991, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This 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 1000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Patrick Martin Barnett
Dir./Pres

3429 Southwest 7th Lane,
Cape Coral, Florida 33991

ARTICLE VII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 JUN -4 AM 8:57

ARTICLE VIII. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company on June 4, 1998.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar
Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware
corporation authorized to transact business in this
State, having a business office identical with the
registered office of the corporation named above, and
having been designated as the Registered Agent in the
above and foregoing Articles, is familiar with and
accepts the obligations of the position of Registered
Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar
Its Agent, Karen B. Rozar

CHS/acp