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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.
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NAME: PUNCHOUT SPECIALISTS, INC.
AUDIT NUMBER.....H98000011487
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

PUNCHOUT SPECIALISTS, INC.

The undersigned incorporator for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I NAME

The name of corporation shall be:

PUNCHOUT SPECIALISTS, INC.

The principal place of business of this corporation shall be:

13009 St. Filagree Drive
Riverview, Fl. 33569

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities of 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 aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

Authorized 1000 shares at \$1.00 par value.

ARTICLE IV TERMS OF EXISTENCE

This corporation is to exist perpetually.

PREPARED BY: HALFAKER & RICHARDS, P.A.
4259 Henderson Blvd.
Tampa, Fl. 33629.
(813) 639-1120

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ARTICLE V OFFICERS AND DIRECTORS

The names and street addresses of the initial officers and directors, if any, who shall hold office the first year of the corporation's existence or until their successor(s) are elected are:

- | | |
|---|----------------|
| 1. MARTIN MARRA
13009 St. Filagree Drive
Riverview, Fl. 33569 | PRESIDENT |
| 2. TOM PAPI
100 Shellpoint Road East Apt.#1
Ruskin, Fl. 33570 | VICE-PRESIDENT |

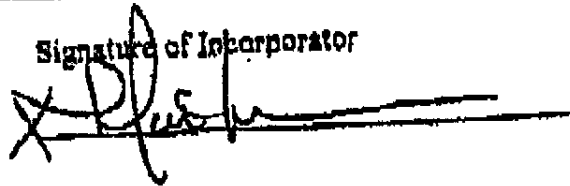
ARTICLE VI INCORPORATOR(S)

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

MARTIN MARRA
13009 St. Filagree Dr.
Riverview, Fl. 33569

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 18th day of June, 1998.

Signature of Incorporator



**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provision of section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

PUNCHOUT SPECIALISTS, INC.

2. The name and address of the registered agent and office is:

MARTIN MARRA
13009 St. Filagree Dr.
Riverview, FL 33569

Signature 

Title: President

Date: 6/15/98

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES AND RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

Signature 

Date: 6/15/99

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