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Serving The Tampa Bay Area For Over 40 Years

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P99000008296
January 2, 1999

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

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*****70.00 *****70.00

Re: Victoria Site, Inc.

Dear Sir:

Enclosed please find the original and one copy of the Articles of Incorporation of Victoria Site, Inc., together with the Certificate Designating Registered Agent and Street Address for Service of Process within Florida. Also enclosed is my firm's check in the amount of \$70.00 to cover the following fees and tax:

- | | | | |
|----|---------|---|-------------------------------------|
| 1. | \$35.00 | - | Filing of Articles of Incorporation |
| 2. | \$35.00 | - | Designation of Registered Agent. |

Please return the enclosed copy of the Articles of Incorporation to me in the envelope provided.

Thank you very much for your cooperation in this matter.

Very truly yours,

Donald O. McFarland

Donald O. McFarland, Esq.

DOM/ch
Enclosures

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1/27

FILED
99 JAN 25 PM 4:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

VICTORIA SITE, INC.

FILED
99 JAN 25 PM 4:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

The name and address of the corporation is VICTORIA SITE, INC.,

ARTICLE II - NATURE OF BUSINESS

This corporation is organized for the purposes of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes (1997) as presently enacted and as may be amended from time to time.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares of stock that this corporation is authorized to issue is 1,000 shares of common stock. Such shares shall be of a single class, and shall have no par value.

ARTICLE IV - DURATION OF EXISTENCE AND EFFECTIVE DATE

This corporation is to have perpetual existence and shall become effective at 12:01 a.m., on the date of its Charter is granted.

ARTICLE V - PRE-EMPTIVE STOCK RIGHTS

Every shareholder, upon the sale for cash of any new stock for authorized but unissued stock of this corporation of the same kind, class or series of that which he already holds, shall have the right to purchase his prorated share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - ADDRESS

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

311 South Missouri Avenue
Clearwater, FL 33756

and the name of its initial Registered Agent at such address is:

DONALD O. McFARLAND

The corporation may have and establish offices, conduct business and promote its objectives within any part of the State of Florida, or in any state, District of Columbia, and territories and colonies of the United States, and in foreign countries, as the Directors may designate.

ARTICLE VII - DIRECTORS

The management and control of this corporation shall be vested in a Board of Directors of not less than two (2) Directors. Attendance by a majority of the Directors at any meeting shall constitute a quorum. A majority of those Directors present at any meeting must vote in favor of any motion, resolution or action taken in order that same become effective and be the act and deed of the corporation. The Board of Directors shall be elected by the shareholders of the corporation. The name and street address of the members of the Board of Directors, who, subject to the provisions of the Certificate of Incorporation, By-Laws, and the laws of the State of Florida, shall hold office for the first year of existence of the corporation or until his successors are elected and have qualified, is as follows:

Donald O. McFarland

311 South Missouri Avenue
Clearwater, FL 33756

ARTICLE VIII - SUBSCRIBER

The names and street addresses of the incorporators of this corporation are as follows:

Donald O. McFarland

311 South Missouri Avenue
Clearwater, FL 33756

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer, director or any former officer, director to the full extent permitted by law.

ARTICLE X - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI - MISCELLANEOUS PROVISIONS

It is the intention of the incorporator of this corporation that the first Board of Directors adopt a plan under Section 1244 of the Internal Revenue Code allowing a limited ordinary loss to individuals and loss on stock of a "small business corporation" which qualifies under the Code.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, on this 21 day of January, 1999.


DONALD O. McFARLAND

STATE OF FLORIDA

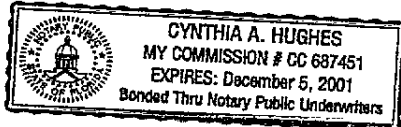
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared DONALD O. McFARLAND, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation for VICTORIA SITE, INC., and who has acknowledged to and before me that he executed said instrument for the purposes therein

expressed.

WITNESS my hand and official seal, on this 21st day of January, 1999 in the aforesaid County and State.

Cynthia A. Hughes
Notary Public



ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, at the place designated in the Articles, I do hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Donald O. McFarland
DONALD O. McFARLAND
Registered Agent

FILED
99 JAN 25 PM 4:06
STATE OF FLORIDA
TALLAHASSEE, FLORIDA