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Board Certified

Civil Trial Lawyer
Certified Mediator

Honorable Sandra B. Mortham,
Secretary of State
Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Michael Toole, Inc.
Jupiter Moon, Inc.

February 16, 1999

EFFECTIVE DATE

2-16-99

000002777930--5

-02/17/99-01035-006

****140.00 *****70.00

Dear Madam:

Enclosed please find the original and one (1) copy of Articles of Incorporation for Michael Toole, Inc. and Jupiter Moon, Inc. Kindly record same and return a copy to the undersigned in the enclosed envelope. I have also enclosed my firm check, made payable to your order for the sum of \$140.00, for the filing fees for both of the new corporations.

Thank you for your attention to this matter.

Very truly yours,



Sylvan A. Wells

SAW/lad
Enclosures

FILED
99 FEB 17 AM 8:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SD
2/18

ARTICLES OF INCORPORATION
OF
MICHAEL TOOLE, INC.

FILED
99 FEB 17 AM 8:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

EFFECTIVE DATE

Article 1.
Name.

2-16-99

The name of the Corporation is: MICHAEL TOOLE, INC. and the
corporation's principal office and mailing address is 138 West International
Speedway Boulevard, Daytona Beach, Florida 32114.

Article 2.
Duration.

The duration of the Corporation is perpetual.

Article 3.
Purpose.

The general purposes for which the Corporation is organized are the
following:

A. To engage in and transact any lawful business for which corporations
may be incorporated under the Florida General Corporation Act. No other
purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the
Corporation or necessary or desirable in order to accomplish them.

Article 4.
Capital Stock.

The aggregate number of shares which the Corporation is authorized to
issue is 5,000 shares of common stock. Such shares shall be of a single class and
shall have a par value of \$1.00 per share.

Sylvan A. Wells, P.A.
Attorneys At Law
P.O. Box 265307
Daytona Beach, FL
(904) 255-5325

**Article 5.
Initial Registered Office and Agent.**

The street address of the initial Registered Office of the Corporation is 618 North Wild Olive Avenue, Daytona Beach, Florida 32118, and the name of its initial Registered Agent at that address is Sylvan A. Wells.

**Article 6.
Initial Board of Directors.**

The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of each initial Director of the Corporation is as follows:

Michael Toole	138 West International Speedway Boulevard Daytona Beach, FL 32114
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**Article 7.
Incorporators.**

The name and address of each Incorporator is as follows:

Michael Toole	138 West International Speedway Boulevard Daytona Beach, FL 32114
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**Article 8.
Amendment.**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to the, and any right conferred upon the Shareholders is subject to this reservation.

*Sylvan A. Wells, P.A.
Attorneys At Law
P.O. Box 265307
Daytona Beach, FL
(904) 255-5325*

**Article 9.
Bylaws.**

The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the Shareholders.

**Article 10.
Commencement of Corporate Existence.**

In accordance with Section 607.167, Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgement of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 16th day of February, 1999.

Michael K Toole
Michael Toole

STATE OF FLORIDA)
):ss
COUNTY OF VOLUSIA)

Before me personally appeared Michael Toole to me personally known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 16th day of February, 1999.

Lynn A. Chapman Dykes
Lynn A. Chapman Dykes
Notary Public, State of
Florida at Large.
My commission expires:

Sylvan A. Wells, P.A.
Attorneys At Law
P.O. Box 265307
Daytona Beach, FL
(904) 255-5325



Lynn A. Chapman
MY COMMISSION # CC487037 EXPIRES
November 13, 1999
BONDED WITH TROY FAIR INSURANCE, INC.

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of
MICHAEL TOOLE, INC., which is contained in the foregoing Articles of
Incorporation.

DATED this 16th day of February, 1999.



SYLVAN A. WELLS,
Registered Agent

FILED

99 FEB 17 AM 8:43

SECRETARY OF STATE
TALLAHASSEE, FLORIDA