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NORTH TAMPA LAW CENTER
of Gregory Paules, P.A.
Attorney At Law

(813) 935-1704
935-2486

SUITE B-122 12421 N. FLORIDA AVE.
TAMPA, FLORIDA 33612

February 24, 1999

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

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02/26/99--01034--011

*****78.75 *****78.75

RE: Lighthouse Wholesale Supplies, Inc.

Dear Person:

Enclosed please find Articles of Incorporation for the subject corporation and our check in the Amount of \$78.75 to cover the following:

| | |
|----------------------|---------|
| Filing Fee | \$35.00 |
| Registered Agent Fee | \$35.00 |
| Certification | \$ 8.75 |
| Total: | \$78.75 |

FILED
99 FEB 26 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We would appreciate your filing these Articles, certifying them as the Articles of Incorporation, and returning them to our office.

NORTH TAMPA LAW CENTER
OF GREGORY PAULES, P.A.

EFFECTIVE DATE

2-19-99

Gregory Paules,
Attorney at Law

Enclosures

GP/bkb

Bovale - GAVE
AUTHORIZATION BY PHONE TO
CORRECT add RA acceptance
DATE
DOC. EXAM. PK

ARTICLES OF INCORPORATION

OF

LIGHTHOUSE WHOLESALE SUPPLIES, INC.

FILED

99 FEB 26 PM 2:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, hereby organize for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provision of the Statutes of the State of Florida, providing for the formation, rights, privileges, immunities and liabilities of a Corporation for profit.

ARTICLE I - NAME

The name of the Corporation shall be:

LIGHTHOUSE WHOLESALE SUPPLIES, INC.

EFFECTIVE DATE

2-19-99

ARTICLE II - DURATION

This Corporation shall exist perpetually commencing on the date of execution and acknowledgment of these Articles.

ARTICLE III - PURPOSE

The purpose of the Corporation is to engage in any and all phases of purchase and wholesale of paper products and all other business permitted under the laws of the United States and the State of Florida's General Corporation Act.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 7000 shares of 1.00 par value common stock, which should be designated "Common Shares".

These Articles of Incorporation have been prepared by:
NORTH TAMPA LAW CENTER OF GREGORY PAULES, P.A.
12421 North Florida Avenue
Suite B-122
Tampa, Florida 33612
Telephone No. (813) 935-1704

ARTICLE V - CAPITAL

The amount of capital with which the Corporation will begin business shall be \$1,000.00.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The business address of the initial registered office of the Corporation is:

2868 21st Avenue North
St. Petersburg, Florida 33713

The name of the initial registered agent of this Corporation at the above address is:

RACHEL RATLEDGE

ARTICLE VII - PRINCIPAL OFFICE

The address of the Corporation's principal office is:

2868 21st Avenue North
St. Petersburg, Florida 33713

ARTICLE VIII - DIRECTORS

This Corporation shall have one director initially. The number of directors may be increased or decreased from time to time by a majority vote of the stockholders, but there shall never be less than one.

ARTICLE IX

The name and street address of the member of Board of Directors is as follows:

RACHEL RATLEDGE
4902 Lancaster Street, Apartment 4
Tampa, Florida 33616

ARTICLE X - INCORPORATORS

RACHEL RATLEDGE
4902 Lancaster Street, Apartment 4
Tampa, Florida 33616

The name and address of the initial subscriber signing these Articles is as follows:

RACHEL RATLEDGE
4902 Lancaster Street, Apartment 4
Tampa, Florida 33616

ARTICLE XI - BY LAWS

The power to adopt, alter, amend or repeal by laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XII - RESTRICTIONS ON TRANSFER OF STOCK

Shares held by any shareholder may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or this Corporation. The price and terms of which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this Corporation.

ARTICLE XIII - ADOPTION OF BY LAWS

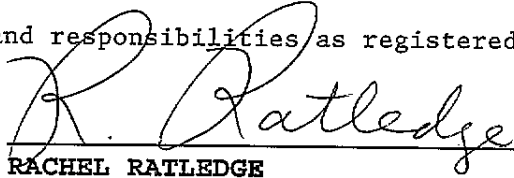
A special meeting of the subscribers or their assigns shall be held, upon the call of the president, for the purpose of completing the organization of the Corporation and the adoption of the by laws and the transaction of such business as may come before the meeting.

ARTICLE XIV - AMENDMENTS

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this

reservation.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my seal to these Articles of Incorporation, on this 19 day of February, 1999. I hereby accept the duties and responsibilities as registered agent.


RACHEL RATLEDGE
Incorporator/Registered Agent

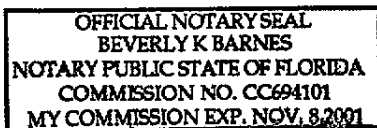
STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, personally appeared, RACHEL RATLEDGE being first duly sworn, deposes and says that she is the individual subscribed in and who executed the foregoing Articles of Incorporation and acknowledged before me that she executed same for the purpose therein expressed.

WITNESS my hand and official seal in the above named County and State this 19th day of February, 1999.


NOTARY PUBLIC, STATE OF FLORIDA



FILED
99 FEB 26 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA