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LAW OFFICES

LINSKY AND LINSKY

1509-B SUN CITY CENTER PLAZA
SUN CITY CENTER, FLORIDA 33578
(818) 684-5566
FAX (818) 684-3217

602 SOUTH BOULEVARD
TAMPA, FLORIDA 33606
(818) 251-5197
FAX (818) 254-6744

May 27, 1999

REPLY TO:

Sun City Center

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32301

100002891321--7
-06/01/99--01128--011
****122.50 ****78.75

Subject: Fishman International, Inc.

Dear Sirs:

Enclosed is an original and one (1) copy of the Articles of Incorporation for the above proposed corporation, together with a check in the amount of \$122.50, which includes the following items:

Filing Fee:	\$ 35.00
Resident Agent Fee:	\$ 35.00
Certified Copy:	<u>\$ 52.50</u>
Total:	\$122.50

FROM: Linsky and Linsky, P.A.
1509 Sun City Center Plaza
Suite B
Sun City Center, Florida 33573

I would appreciate your forwarding the certified copy to us at our Sun City Center address at your earliest convenience.

Very truly yours,

Donald B. Linsky

DBL:gw
enclosures

cc: James A. Fishman, President
5364 Erlich Road, Suite 239
Tampa, Florida 33624

c:\corp\F4393.02

EFFECTIVE DATE

5-27-99

FILED
99 JUN -1 AM 10:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T BROWN JUN - 7 1999

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EFFECTIVE DATE

5-27-99

**ARTICLES OF INCORPORATION
OF
FISHMAN INTERNATIONAL, INC.**

FILED
99 JUN -1 AM 10:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I. NAME

The name of the corporation shall be Fishman International, Inc.

ARTICLE II. EFFECTIVE DATE

This Corporation shall have perpetual existence and shall commence on May 27, 1999.

ARTICLE III. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

5364 Erlich Road, Suite 239
Tampa, Florida 33624

ARTICLE IV. PURPOSE

This Corporation is organized for the purpose of engaging in all lawful businesses permitted to a corporation organized under the Florida General Corporation Law, as in effect from time to time.

ARTICLE V. SHARES

This Corporation is authorized to issue seven thousand five hundred (7,500) shares of one dollar per share par value common stock.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

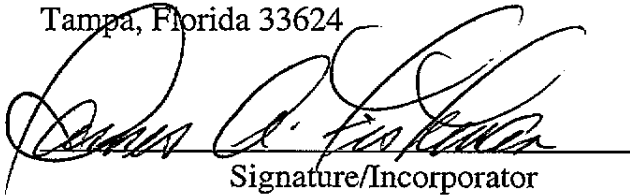
The name and Florida street address of the initial Registered Agent of this corporation are:

James A. Fishman
5364 Erlich Road, Suite 239
Tampa, Florida 33624

ARTICLE VII. INCORPORATOR

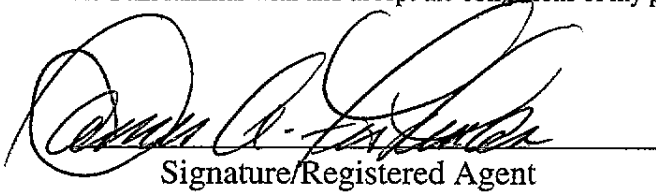
The name and address of the incorporator to these Articles of Incorporation are:

James A. Fishman
5364 Erlich Road, Suite 239
Tampa, Florida 33624


Signature/Incorporator

5/27/98
Date

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Signature/Registered Agent

5/27/98
Date

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