

P 99 0000 53965

May 20, 1999

Department of State, Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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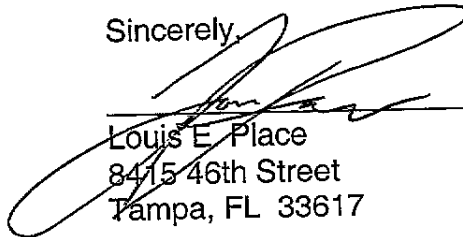
Re: PLACE'S ENTERPRISES, INC.

Ladies and Gentlemen:

Please find enclosed for filing one original and one copy of the Articles of Incorporation of Place's Enterprises, Inc. Also enclosed is a check in the amount of \$70.00 as the appropriate filing fee.

Please return the copy, stamped to show the date of filing, to the undersigned.

Sincerely,


Louis E. Place
8415 46th Street
Tampa, FL 33617

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
PLACE'S ENTERPRISES, INC.

ARTICLE I

The name of the Corporation is Place's Enterprises, Inc.

ARTICLE II

The principal place of business and mailing address of this corporation shall be 8415 46th Street, Tampa, FL 33617.

ARTICLE III

The aggregate number of shares which the Corporation has authority to issue is 1,000 shares of common stock with no par value.

ARTICLE IV

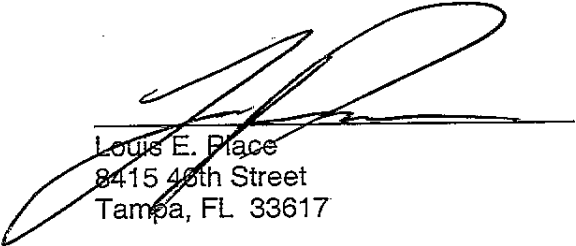
The address of the initial registered office of the Corporation is 8415 46th Street, Tampa, Florida 33617, and the name of the Corporation's initial registered agent for service of process at such address is Louis e. Place.

ARTICLE V

The name and address of the incorporator to these Articles of Incorporation is:
Louis e. Place, 8415 46th Street, Tampa, FL 33617.

IN WITNESS WHEREOF, I have hereunto set my hand this 8 day of

June, 99.


Louis E. Place
8415 46th Street
Tampa, FL 33617

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, 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: Place's Enterprises, Inc.
2. The name of the registered agent and office is:

Louis E. Place
8415 46th Street
Tampa, Florida 33617

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 _____

DATE _____

6-8-99

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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