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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

Tornado Tilly's, Inc.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 28, 1999

TERESA H HARRISON PA

SUBJECT: TORNADO TILLY'S, INC.
REF: W99000015004

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document submitted does not meet legibility requirements for electronic filing. Please do not attempt to refax this document until the quality has been improved.

Article 8 states there will be 4 director(s), whereas 2 is/are listed.

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Becky McKnight
Document Specialist

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*The legibility has been improved.
There are 4 directors listed, 2 each
at the noted addresses.*

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 82314

audit no. (((H 99000015722 4)))

**ARTICLES OF INCORPORATION
OF
TORNADO TILLY'S, INC.**

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 of the corporation shall be **Tornado Tilly's, Inc.**

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the U.S., Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The principal place of business of this corporation shall be 6422 Addington Place, University Park, FL 34201.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street number of the initial registered office of the corporation shall be 6422 Addington Place, University Park, FL 34201, and the name of the initial registered agent of the corporation at that address is Jacqueline Courbois.

Prepared by: Teresa H. Harrison, P.A.
FBN: 284114.
(941) 349-0771
240 S. Pineapple Ave., Ste. 704
Sarasota, FL 34236

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ARTICLE VI. TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII. SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify as an S corporation under the Internal Revenue Code. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VIII. DIRECTORS

This corporation shall have four directors, initially. The name and street address of the initial members of the Board of Directors are:

Guy Courbois and Jacqueline Courbois
6422 Addington Place
University Park, FL 34201

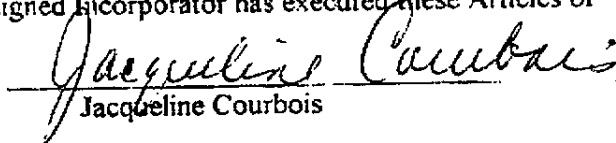
Joseph Venezio and Mara Venezio
640 Lincoln Ave.
Sayville, NY 11782

ARTICLE IX. INCORPORATOR

The name and street address of the Incorporator to the Articles of Incorporation is:

Jacqueline Courbois, 6422 Addington Place, University Park, FL 34201


IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 23rd day of June, 1999.


Jacqueline Courbois

STATE OF FLORIDA
COUNTY OF SARASOTA

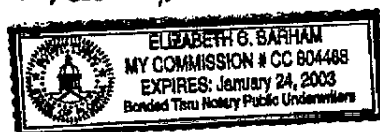
BEFORE ME, the undersigned authority, personally appeared Jacqueline Courbois, to me known to be the person who executed the foregoing Articles of Incorporation, and she acknowledged to and before me that she executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this June 23rd 1999.


Notary Public

My commission expires:

audit no.: ((CH 99 000015722 4)))

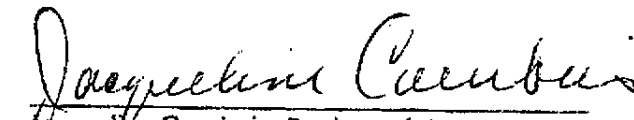


**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

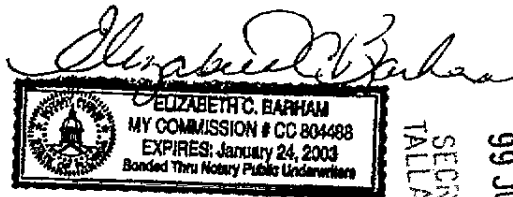
In compliance with section 607.325, Florida statutes, the following is submitted:

WHEREAS, Tornado Tilly's, Inc. with its place of business at 6422 Addington Place, University Park, FL 34201 has named in its Articles of Incorporation Jacqueline Courbois located at 6422 Addington Place, University Park, FL 34201, as its agent to accept service of process within Florida,

NOW THEREFORE, having been named to accept service of process for the above stated Florida corporation at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and in accepting such appointment I am familiar with and accept the obligations provided for in Florida Statute 607.325 and I accept the duties and obligations of section 607.325 Florida statutes.


Jacqueline Courbois, Registered Agent
6/21/99
Date

audit no.: ((H 990000157224))



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TALLAHASSEE, FLORIDA

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