

P990000063961

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Free Space Cats, Inc

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-07/19/99--01110--009
*****78.75 *****78.75

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LTD Partnership File _____
Foreign Corp. File _____
L.C. File _____
Fictitious Name File _____
Trade/Service Mark _____
Merger File _____
Art. of Amend. File _____
RA Resignation _____
Dissolution / Withdrawal _____
Annual Report / Reinstatement _____
✓ Cert. Copy _____
Photo Copy _____
Certificate of Good Standing _____
Certificate of Status _____
Certificate of Fictitious Name _____
Corp Record Search _____
Officer Search _____
Fictitious Search _____
Fictitious Owner Search _____
Vehicle Search _____
Driving Record _____
UCC 1 or 3 File _____
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UCC 11 Retrieval _____
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TALLAHASSEE FLORIDA

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TALLAHASSEE FLORIDA

Signature _____

Requested by: _____

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ARTICLES OF INCORPORATION

OF

Free Space Cats, Inc.

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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 is **Free Space Cats, Inc.**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 10913 N. Dale Mabry, Tampa, FL 33618.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is seven thousand five hundred (7,500) shares having a par value of (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Antonio Duarte, III, 11959 North Florida Avenue, Tampa, FL 33612.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is Whitney Walker, 4060 Tilden, Culver City, CA 90232.

The undersigned has executed these Articles of Incorporation this 19th day of July 1999.

"Capital Connection, Inc. by Chris Grunewald, Client Representative"

Chris Grunewald

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

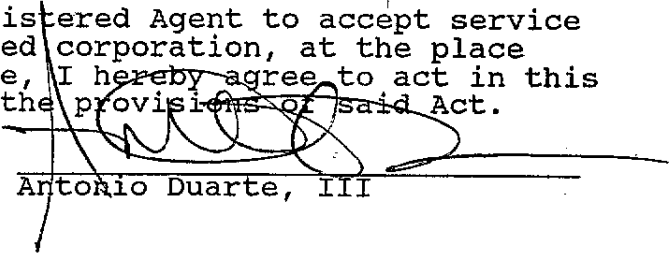
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

Free Space Cats, Inc.

desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation has named Antonio Duarte, III, located at 11959 North Florida Avenue; Tampa, Florida 33612, as its agent of accept service of process within the is state.

ACKNOWLEDGMENT:

Having been named as Registered Agent to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and to comply with the provisions of said Act.


Antonio Duarte, III

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