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DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
POST OFFICE BOX 6327
TALLAHASSEE, FL. 32314-6327

Dear Gentlemen:


Enclosed herewith please find a check in the amount of \$122.50 representing fees for filing a profit corporation, to wit:

BOB DEAN'S TOP SHOP, INC.

Please send the completed document of incorporation to:

FRED H. HALE
5369 PARK BLVD.
PINELLAS PARK, FL 33781-3421

Sincerely,


Fred H. Hale
Registered Agent

enclosure

FILED
99 SEP - 7 AM 9:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TS 9/14/99

**ARTICLES OF INCORPORATION
OF
BOB DEAN'S TOP SHOP, INC.**

The undersigned, for the purpose of forming a corporation under Florida General Corporations Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is BOB DEAN'S TOP SHOP, INC.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the State of Florida and the United States of America.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue One Thousand (1000) shares at \$1.00 par value common stock.

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V - OFFICERS DIRECTORS

The business and affairs of this corporation shall be managed and shall be under the direction of the officers and directors of the corporation. The officers and directors may take action by written consent without a meeting as provided by law and may participate in meetings by means of conference as provided by law. The names of the initial officers are:

ROBERT L. DEAN
7181 49TH AVENUE NORTH
ST. PETERSBURG, FL 33709

ARTICLE VI - BY LAWS

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors of this corporation.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII - INITIAL REGISTERED AGENT

The name of the initial Registered Agent of this corporation is FRED H. HALE, 5369 PARK BLVD., PINELLAS PARK, FL 33781-3421.

ARTICLE VIII - INDEMNIFICATION

This corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX - CORPORATE ADDRESS

The initial address in the State of the principal office of the corporation shall be:

7181 49TH AVENUE NORTH
ST. PETERSBURG, FL 33709

CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE


Pursuant to the provisions of Section 607.325 of the Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designation registered agent/registered office, in the State of Florida.


1. The name of the Corporation in:


BOB DEAN'S TOP SHOP, INC.

2. The name and address of the registered agent of Office is:

FRED H. HALE
5369 PARK BLVD.
PINELLAS PARK, FL 33781-3421



Signature of Corporate Officer


Title


Date

Having been named to accept service of process above stated corporation at the place designated in the certificate, I hereby agree to act in the capacity and I further agree to comply with the performance of my duties, and I accept the duties and obligations of Section 607.325 of the Florida Statutes.

[Signature]
Signature of Registered Agent

8/30/99
Date

The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

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TALLAHASSEE, FLORIDA

ARTICLE X - AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any conferred upon the shareholders is subject to this reservation.

ARTICLE XI - SUB-CHAPTER S CORPORATION

The corporation may elect to be treated as an Sub-Chapter S Corporation as defined by the Internal Revenue Code.

ARTICLE XII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

ROBERT L. DEAN
7181 49TH AVENUE NORTH
ST. PETERSBURG, FL 33709

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 30TH day of August, 1999.

[Signature]
ROBERT L. DEAN


STATE OF FLORIDA)

COUNTY OF PINELLAS)

BEFORE ME, a Notary Public authorized to take acknowledgements, in the State and County aforesaid, personally appeared Robert L. Dean known to me and by me to be the

person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed the same for the purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 30TH day of AUGUST, 1999.


Notary Public, State of Florida
at large

My commission expires: 3-7-03

