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September 13, 1999

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

900002991139--4
-09/20/99-01091-002
***122.50 ***78.75

Re: DEVINE'S OF VENICE, INC.

Dear Sir:

We enclose original and one copy of Articles of Incorporation for the above corporation. Also enclosed is our check in the amount of \$122.50 to cover the cost of this filing.

Filing Fee	\$ 35.00
Registered Agent Designation	35.00
Certified Copy of Articles	<u>52.50</u>

Total Filing Fee	\$122.50
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The corporation's beginning date is the date incorporated by the State of Florida.

Please return a certified copy of the Articles of Incorporation to our office at the post office box listed above.

Thank you for your attention to this matter.

Very truly yours,

Charles D. Hines

Charles D. Hines

mks
enclosures

FILED
99 SEP 20 AM 10:29
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
DEVINE'S OF VENICE, INC.**

FILED
99 SEP 20 AM 10:29
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

**ARTICLE I
NAME**

The name of the corporation shall be: DEVINE'S OF VENICE, INC.

**ARTICLE II
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be: 530 U.S. Highway 41 Bypass South, Unit 20A, Venice, Florida 34292.

**ARTICLE III
SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: one thousand (1,000).


**ARTICLE IV
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is: Thomas C. Devine, 530 U.S. Highway 41 Bypass South, Unit 20A, Venice, Florida 34292.

**ARTICLE V
INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is: Thomas C. Devine, 530 U.S. Highway 41 Bypass South, Unit 20A, Venice, Florida 34292.

The undersigned incorporator has executed these Articles of Incorporation this 13 day of August, 1999.

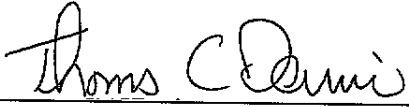


Thomas C. Devine, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I 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 I am familiar with and accept the duties and obligations of Section 607.0505 of the Florida Business Corporation Act.

Dated 9-13-99.


Thomas C. Devine, Registered Agent

FILED

99 SEP 20 AM 10:30

SECRETARY OF STATE
TALLAHASSEE FLORIDA