

P99000106257

TRANSMITTAL LETTER

Department of State
Division of corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-12/06/99--01106--010
*****70.00 *****70.00

SUBJECT: ALL IN GOOD TIME, INC.

Enclosed is an original and one (1) copy of the Articles of Incorporation and Certificate of Designation of Registered Agent/Registered Office and a check for \$70.00 for filing fee.

FROM: HELEN CIPOLLONE-CARDEN
1010 W. Dixie Ave.
Leesburg, Fl. 34748

PHONE: (352) 787-6669

Enclosures
Original and One Copy of Articles

Arthur Johnson GAVE
AUTHORIZATION BY PHONE TO
CORRECT RA statement
DATE 12-8-99
DOC. EXAM BR

FILED
99 DEC -6 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ALL IN GOOD TIME, INC.

FILED
99 DEC -6 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned incorporators submit these articles of Incorporation for the purpose of forming a for-profit corporation.

ARTICLE I

The name of the Corporation is: ALL IN GOOD TIME, INC.

ARTICLE II

The principal place of business and mailing address of this corporation is:

1010 W. Dixie Ave.
Leesburg, Fl. 34748

ARTICLE III

Duration: The period of its duration is perpetual.

ARTICLE IV

Purpose: The purpose is to engage in any activities or business permitted under the laws of the United States and Florida; including the Retail Sales, Repairs and Restoration of Clocks.

ARTICLE V

Capital Stock: The corporation is authorized to issue one class of stock, that stock being One Hundred (100) shares at One (\$1.00) Dollars per share, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

ARTICLE VI

Initial Registered Office and Agent: The name and address of the initial registered agent and office of this corporation is as follows:

HELEN CIPOLLONE-CARDEN
1010 W. Dixie Ave.
Leesburg, Fl. 34748

ARTICLE VII

Initial Board of Directors. This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one (1). The name and addresses of the initial directors of this corporation are:

NAME	ADDRESS
Helen Cipollone-Carden, President Vice-President and Sec/Treas	703 N. Hawley St., Eustis, Fl. 32726

ARTICLE VIII

Incorporators. The name and addresses of the Incorporators signing these Articles of Incorporation are:

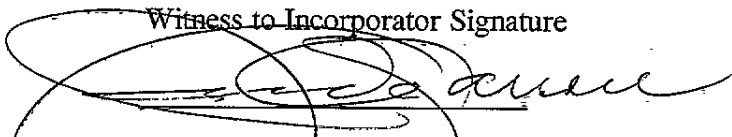
NAME	ADDRESS
Helen Cipollone-Carden	703 N. Hawley St., Eustis, Fl. 32726

ARTICLE IX

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

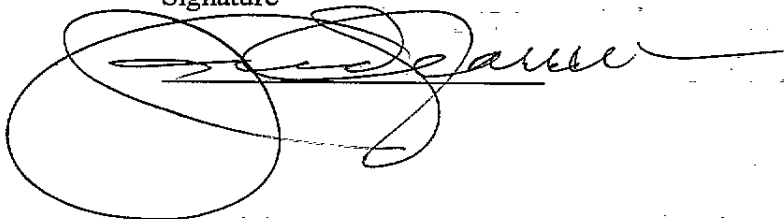
IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation, this 7th day of Dec, 1999.

Witness to Incorporator Signature




HELEN CIPOLLONE-CARDEN

and to Registered Agent
Signature

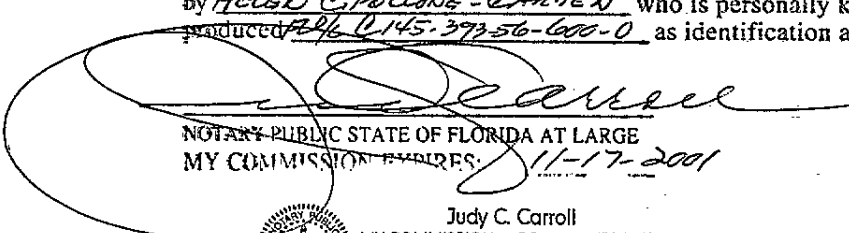



REGISTERED AGENT

I hereby accept the designation
as registered agent.

STATE OF FLORIDA
COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 7th day of Dec, 1999
by HELEN C. CIPOLLONE-CARDEN who is personally known to me, or _____ who
produced FL 145-39256-600-0 as identification and who did take an oath.


NOTARY PUBLIC STATE OF FLORIDA AT LARGE
MY COMMISSION EXPIRES: 11-17-2001



Judy C. Carroll
MY COMMISSION # CC680688 EXPIRES
November 17, 2001
BONDED THRU TROY FAIR INSURANCE, INC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA