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RITA JUAREZ		!	
(Requestor's Name)			
Akerman, Senterfit	t & Eidson, P.A.		
-	(850) 222-3471	OFFICE USE ONL	Y
(City, State, Zip)	(Phone #)		
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Profit	Amendment		E C
NonProfit	Resignation of R.A., Office	er/Director	20 [
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OTHER FILINGS	REGISTRATION/ QUALIFICATION	e distribution of the second o	1994
Annual Report	Foreign		
Fictitious Name	Limited Partnership		T. SMITH DEC 2 0 1999
Name Reservation	Reinstatement		
	Trademark		Examiner's Initials

CR2E031(10/92)

Other

STATE OF FLORIDA

ARTICLES OF INCORPORATION



OF

REEL GRINDERS, INC.

99 DEC 20 PH 12: 20
SECRETARY OF STATE
TALLARASSEE, FLORIDA

The undersigned Subscriber hereby makes, subscribes, acknowledges, and files with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with Chapter 607, Florida Statutes, known as the Florida Business Corporation Act (FBCA).

ARTICLE ONE

NAME OF CORPORATION

The corporate name that satisfies the requirements of Section 607.0401 is: Reel Grinders, Inc.

ARTICLE TWO

ADDRESS OF CORPORATION

The address of the principal office, is 6208 Russell Street, Tampa, Florida 33611. The mailing address of the corporation is Post Office Box 13008, Tampa, Florida 33681-3008.

ARTICLE THREE

STOCK

The number of shares the corporation is authorized to issue is: 10,000 shares, all of which shall be common shares with a par value of \$1.00.

ARTICLE FOUR

<u>PURPOSE</u>

The purpose for which this Corporation is organized is to transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE FIVE

CORPORATE EXISTENCE AND DURATION

This corporation shall commence existence on December 27, 1999 and shall exist perpetually thereafter unless dissolved according to law.

ARTICLE SIX

BYLAWS

Provisions for the regulation of the internal affairs of the corporation are set forth in the Bylaws.

ARTICLE SEVEN

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation in the State of Florida is Akerman, Senterfitt & Eidson, P.A., 100 South Ashley Drive, Suite 1500, Tampa, Florida 33602 and the name of the initial registered agent at such address is Pedro F. Bajo, Jr.

ARTICLE EIGHT

DIRECTORS

The number of directors constituting the initial Board of Directors of the corporation is two (2), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are as follows:

<u>Name</u>	Address	
James Newton Etheridge	6208 Russell Street Tampa, Florida 33611	
Donald Early Traylor	1510 Valley Road Tallahassee, Florida 32301	

ARTICLE NINE

INCORPORATOR

The name and address of the incorporator is as follows:

Name

Addr<u>ess</u>

6208 Russell Street James Newton Etheridge Tampa, Florida 33611 The undersigned has executed these Articles of Incorporation this 1574 DECEMBER 1999. STATE OF FLORIDA COUNTY OF HILLSBOROUGH The foregoing instrument was acknowledged before me this 134h day of December, 1999 by James Newton Etheridge who is personally known to as identification and who did me or ____ who has provided _ (did not) take an oath.

> (Type or Print Name) Notary Public

My Commission Expires:

My Commission Number is:

Official Seal **BARBARA L. WILLIAMS** Notary Public. State of Florida My comm expires Sept 09 2000 No CC583210

CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE FOR SERVICE OF PROCESS WITHIN THIS STATE

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

Reel Grinders, Inc., desiring to be organized under the laws of the State of Florida with its principal place of business in Tampa, Florida, has named Pedro f. Bajo, Jr., located at Akerman, Senterfitt & Eidson, P.A.., 110 South Ashley Drive, Suite 1500, Tampa, Florida 33602 as its agent to accept service within this state.

ACKNOWLEDGEMENT: Having been named to accept service of process for the above stated corporation of the place designated in this certificate, I hereby accept to act, in this capacity as Registered Agent as required in Section 607.0501(3), Florida Statutes, and agreed to comply with the provision of the Florida Business Corporation Act relative to keeping open said office.

12-13-99

Date

Pedro F. Bajo, Jr. Registered Agent

99 DEC 20 PM I2: 20
SECKETARY OF STATE