

RESPOND TO:

*Al Cheneler, P.A.*

Orlando Office:

2265 Lee Road, Suite 125  
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Tel: (407) 628-2804  
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*Attorney at Law*

*Board Certified Real Estate Specialist  
Board Certified Public Accountant*

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Tel: (904) 255-5559  
Fax: (407) 628-4853

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March 21, 2000

Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: THE HARBIN GROUP, INC.

For the above-referenced corporation, enclosed please find the following:

1. The original signed Articles of Incorporation;
2. A copy of the Articles of Incorporation; and
3. A check in the amount of \$78.75 made payable to the Secretary of State.

The enclosed check to the Secretary of State will cover the following fees:

Filing Fee	35.00
Certified Copy	8.75
Registered Agent Designation	35.00
<b>Total:</b>	<b>\$ 78.75</b>

Please return the certified copy of the Articles of Incorporation to this office as soon as possible. A self addressed, stamped envelope is enclosed for this purpose.

Thank you for your prompt attention to this matter.

Sincerely,

*[Signature]*  
Al A. Cheneler

Enclosures

FILED  
 00 MAR 23 PM 2:46  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

FILED  
00 MAR 23 PM 2:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
THE HARBIN GROUP, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE I  
NAME

The name of the corporation is:  
THE HARBIN GROUP, INC.

The principal place of business of this corporation shall be 1650 Lyndale Blvd., Maitland, Florida 32751.

ARTICLE II  
DURATION

The duration of the corporation is perpetual.

ARTICLE III  
NATURE OF BUSINESS

This corporation may engage in or transact any of all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV  
CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is 7,500 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1650 Lyndale Blvd., Maitland, Florida 32751, and the name of its initial registered agent is Don T. Harbin.

ARTICLE VI  
INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial board of directors is one. The number of directors may be increased or

decreased from time to time in accordance with the Bylaws but shall never be less than one (1). The name and address of the initial director of the corporation is as follows:

Don T. Harbin  
1650 Lyndale Blvd.  
Maitland, Florida 32751

#### ARTICLE VII INCORPORATORS

The name and address of each incorporator is as follows:

Al A. Cheneler, Esquire  
2265 Lee Road, Suite 125  
Winter Park, Florida 32789

#### ARTICLE VIII OFFICERS

The name and address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

President - Don T. Harbin  
Secretary - Don T. Harbin  
Treasurer - Don T. Harbin

#### ARTICLE IX INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

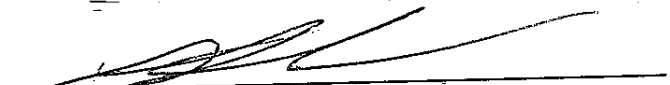
#### ARTICLE X BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the board of directors of this corporation.

#### ARTICLE XI AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended at any time by a resolution adopted by a majority vote of the board of directors at any annual or special meeting, provided at least ten (10) days written notice is given to each director of the time and place of the meeting and the purpose thereof. Any amendment to the Articles of Incorporation so made must be approved by a majority vote of the shareholders of the corporation.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 22<sup>nd</sup> day of MARCH, 2000.

  
Al A. Cheneler, Esquire  
2265 Lee Road, Suite 125  
Winter Park, Florida 32789

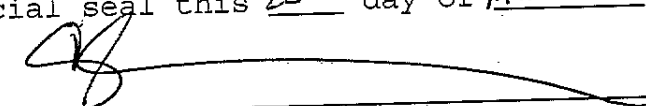
STATE OF FLORIDA  
COUNTY OF ORANGE

Before me personally appeared AL A. CHENELE, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purpose therein expressed.

WITNESS my hand and official seal this 22<sup>nd</sup> day of MARCH, 2000.



CAROL D HATTAWAY  
My Commission CC539451  
Expires Apr. 19, 2000

  
Notary Public, State of Florida

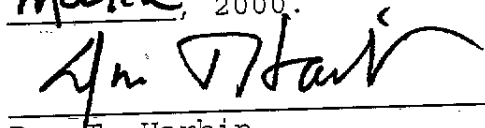
DESIGNATION OF REGISTERED AGENT

THE HARBIN GROUP, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at Orlando, Florida, had and does by these presents name Don T. Harbin as its agent to accept service of process within this State.

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

Having been named to accept service of process of the above named corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relating to keeping open said office.

DATED this 21<sup>st</sup> day of March, 2000.

  
Don T. Harbin  
Registered Agent

FILED  
00 MAR 23 PM 2:47  
CLERK OF STATE  
TALLAHASSEE, FLORIDA