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December 6, 1996

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Corporate Records Bureau
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32301

Re: HRL ~~Companies~~ Operation

To whom it may concern:

Enclosed herewith please find two copies of the Articles of Incorporation for the above Corporation for filing with your office.

Also enclosed is our check in the sum of $122.50 to cover filing fees, etc.

Very truly yours,

Calvert N. Courtney
President

enclosures

FILED
96 DEC 17 PM 12:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NA 5/05

12/17

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 12, 1996

CALVERT N COURTNEY
4900 MANATEE AVENUE WEST
SUITE 101
BRADENTON, FL 34209

SUBJECT: HRI ~~COMPANIES~~ OPERATIONS, INC.
Ref. Number: W96000026118

We have received your document for HRI COMPANIES and check(s) totaling $122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 296A00055590

ARTICLES OF INCORPORATION

OF

HRI ~~COMPANIES~~ OPERATIONS, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a Corporation under the Laws of the State of Florida.

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96 DEC 17 PM 12:21
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I. NAME

The name of the Corporation shall be:

HRI ~~COMPANIES~~ OPERATIONS, INC.

The principal place of business of this Corporation shall be:

4900 Manatee Avenue West, Suite 101, Bradenton, FL 34209

ARTICLE II. NATURE OF BUSINESS

This Corporation may engage in, or transact, any or 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 III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of $1.00 per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the Corporation shall be: **4900 Manatee Avenue West, Suite 101, Bradenton, FL 34209**, and the name of the initial Registered Agent of the Corporation at that address is: **Calvert N. Courtney**

ARTICLE V. TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this Corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII. SECTION 1244 PROVISION

The stock of this Corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VII. SUB-CHAPTER S PROVISION

It is the intent of the incorporators that the Corporation will file as a Sub-Chapter S Corporation.

ARTICLE IX. DIRECTORS

This Corporation shall have one director initially. The names and street addresses of the initial members of the Board of Directors are:

Director	Address
Calvert N. Courtney	**4900 Manatee Avenue West** **Suite 101** **Brandenton, FL 34209** 941-750-8767

ARTICLE X. OFFICERS

The names and addresses 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:

Officer	Address
Calvert N. Courtney	4900 Manatee Avenue West Suite 101 Bradenton, FL 34209

ARTICLE XI. SUBSCRIBER

The name and street address of the subscribers to these Articles of Incorporation are:

Name	Address	Shares of Common Stock Issued
Calvert N. Courtney	4900 Manatee Ave. W. Suite 101 Bradenton, FL 34209 941-750-8767	1,000

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals on this the 9th day of December, 1996.

BY: [signature]
Calvert N. Courtney, President

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.

BY: [signature]
Calvert N. Courtney
Registered Agent

FILED
96 DEC 17 PM 12:21
SECRETARY OF STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA
COUNTRY OF HILLSBOROUGH

The foregoing instrument was subscribed to before me on this the 9th day of December, 1996, by Calvert N. Courtney, President of HRI ~~COMPANIES~~ OPERATIONS, INC., who is personally known to me.

[signature]
NOTARY PUBLIC

COMMISSION NO. ______________

Jacqueline Neuenschwander
(Name of Notary typed, printed)

My commission expires:

NOTARY PUBLIC
STATE OF FLORIDA
CC 579808
JACQUELINE NEUENSCHWANDER
MY COMMISSION EXP. AUG. 26, 2000