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3/24/98

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

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((H98000005703 7))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: MICHAEL J. FREEMAN, P.A.
CONTACT: MICHAEL J FREEMAN
PHONE: (305)442-1567

ACCT#: 072720000142

FAX #: (305)442-1227

NAME: HTSF OF FLORIDA, INC.

AUDIT NUMBER.....H98000005703

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

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--KEY--

1. ENTER PASSWORD
2. REQUEST COR ELECTRONIC FILING
3. REQUEST COR ELECTRONIC CERTIFICATE
4. ALTER DEFAULTS FOR THIS SESSION
5. RESTORE ORIGINAL DEFAULTS
6. COR ELECTRONIC FILING INQUIRY MENU
7. UCC ELECTRONIC FILING MENU
8. PARTNERSHIP ELECTRONIC FILING MENU
9. RETURN TO MAIN MENU

PASSWORD/NEWPASSWORD
DOCUMENT TYPE
CORPORATE DOCUMENT NUMBER
*** NO KEY ***
*** NO KEY ***
*** NO KEY ***
*** NO KEY ***
*** NO KEY ***
*** NO KEY ***

--- CURRENT DEFAULTS ---

ACCOUNT NAME: 072720000142

AVAILABLE BALANCE: \$127.5

SUB ACCOUNT:

METHOD OF DELIVERY: F

FAX NUMBER: (305)442-1227

MAIL NAME: MICHAEL J. FREEMAN, P.A.

MAIL ADDR1: P.O. BOX 140668

MAIL ADDR2:

CITY: CORAL GABLES

ST: FL

ZIP: 33114-0668 COUNTRY: US

ENTER SELECTION NUMBER, 1 THRU 9, A BLANK AND THE KEY (IF REQUIRED).

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 25 PM 1:13



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 25, 1998

MICHAEL J FREEMAN PA

SUBJECT: HTSF OF FLORIDA, INC.
REF: W98000006601

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

FAX Aud. #: B98000005703
Letter Number: 998A00015932

ARTICLES OF INCORPORATION

OF

HTSF OF FLORIDA, INC.

ARTICLE I

The name of this corporation is HTSF OF FLORIDA, INC.

ARTICLE II

This corporation shall have perpetual existence.

ARTICLE III

The general nature of the business to be transacted by this corporation is manufacturer's representative. This corporation shall have the powers as enumerated in Section 607.011 of the Florida Statutes, as they presently exist, together with any and all amendments to said Section.

ARTICLE IV

The principal place of business for this corporation is 153 Sevilla Avenue, Coral Gables, Florida 33134.

ARTICLE V

The mailing address of this corporation is:

153 Sevilla Avenue
Coral Gables, Florida 33134

Prepared by:
Michael J. Freeman, Esq.
153 Sevilla Avenue
Coral Gables, FL 33134
Florida Bar No: 155834
Tel: (305) 442-1567

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ARTICLE VI

This corporation is authorized to issue 7,500 shares of \$1.00 par value common stock which shall be designated as "Common Shares".

ARTICLE VII

Every shareholder, upon the sale for cash or any new stock of this corporation, shall have the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII

The street address of the initial registered office of this corporation is and the name of the initial registered agent of this corporation at that address is:

M.J.F. REGISTERED AGENT CORP.
153 Sevilla Avenue
Coral Gables, Florida 33134

ARTICLE IX

The name and post office address of the director of this corporation is:

GREGORY A. TRESNESS
153 Sevilla Avenue
Coral Gables, Florida 33134

ARTICLE X

The corporation shall have one (1) director initially. The number of directors may be increased from time to time in accordance with the By-Laws of the corporation adopted by the
Fax Audit #H98000005703

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stockholders, but there shall always be at least one (1) director. To the extent permitted by law, the corporation shall indemnify and hold harmless each person who shall serve as a director or officer of the corporation, and each person who serves at the request of the corporation as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his being a director or officer. The corporation shall reimburse such persons for all costs, legal and other expenses reasonably incurred by him in connection with any claims or liability as to which it shall be adjudged that such officer or director is liable to the extent permitted by law.

ARTICLE XI

The name and address of the person signing these Articles is as follows:

Michael J. Freeman
153 Sevilla Avenue
Coral Gables, Florida 33134

ARTICLE XII

Shares held by the initial shareholder may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders of this corporation.

ARTICLE XIII

These Articles of Incorporation may be amended by manner provided

Fax Audit #H98000005703

Audit Number: H98000005703

by law. Every amendment shall be approved by the directors, properly proposed by them to the stockholders of the corporation, and approved by said stockholders at a meeting of the majority of said stockholders then entitled to vote thereon, unless all of the Board of Directors and all of the stockholders of the corporation sign a written statement manifesting their intention that a certain amendment to the Articles of Incorporation be made.

IN WITNESS WHEREOF, the party hereto has hereunto set his hand and seal at Miami, Dade County, Florida, this 24th day of March, 1998.

HTSF OF FLORIDA, INC.
a Florida corporation

By: Michael J. Freeman
Michael J. Freeman
Incorporator

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME personally appeared MICHAEL J. FREEMAN, with knowledge that he is the incorporator and director named in the foregoing Articles of Incorporation and that he acknowledged before me that he executed the foregoing Articles of Incorporation.

SWORN TO AND SUBSCRIBED before me this 24th day of March 1998.

Elizabeth W. Curry
NOTARY PUBLIC, STATE OF FLORIDA
Elizabeth W. Curry
(print name)

My Comm.



Audit Number: H98000005703

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST - THAT HTSF OF FLORIDA, INC., A FLORIDA CORPORATION,
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF CORAL
GABLES, STATE OF FLORIDA, HAS NAMED M.J.F. REGISTERED AGENT
CORP., LOCATED AT 153 SEVILLA AVENUE, CITY OF CORAL GABLES, STATE
OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
FLORIDA.

HTSF OF FLORIDA, INC.
a Florida corporation

By: Michael J Freeman incorporated

Date: 3-24-98

HAVING BEEN NAMED TO ACCEPT SERVICE OR PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE,
I HEREBY 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.

M.J.F. REGISTERED AGENT CORP.

By: Michael J. Freeman, President

Date: 3-24-98

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