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CULP ELLIOTT & CARPENTER, P.L.L.C.

"A PROFESSIONAL LIMITED LIABILITY COMPANY INCLUDING A PROFESSIONAL ASSOCIATION"

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March 17, 2000

* Licensed in NC
§ Licensed in NC and FL
§ Licensed in NC and SC

DOUGLAS P. MUNSON
1958 - 1992

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

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122.50 **78.75

RE: Pratt Sales, Inc.

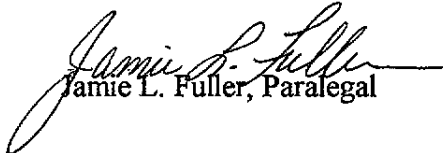
Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for the above referenced corporation. Additionally, enclosed please find a check in the amount of \$122.50 to cover the cost of filing and a certified copy. Please file in your usual manner and return in the enclosed envelope.

If you should have any questions or comments, please contact my office.

Sincerely,

CULP ELLIOTT & CARPENTER, P.L.L.C.


Jamie L. Fuller, Paralegal

JLF/

Enclosures

cc: Christopher E. Hannum

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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
PRATT SALES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I
NAME**

The name of the corporation is PRATT SALES, INC. (hereinafter called the "Corporation").

**ARTICLE II
PURPOSE**

The purpose for which the Corporation is formed is to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

**ARTICLE III
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be 5216 SW 91st Terrace, Suite A, Gainesville, FL 32608.

**ARTICLE IV
SHARES**

The number of shares of stock that the Corporation is authorized to have outstanding at any one time, the par value thereof, and the class of such shares of stock shall be as follows:

<u>NUMBER OF SHARES AUTHORIZED</u>	<u>PAR VALUE PER SHARE</u>	<u>CLASS OF STOCK</u>
1,000	\$1.00	Non-Voting Common
99,000	\$1.00	Voting Common

**ARTICLE V
REGISTERED OFFICE AND AGENT**

The address of the Corporation's registered office in the State of Florida is 5216 SW 91st Terrace, Suite A, Gainesville, FL 32608, County of Alachua. The name of its registered agent at such address is Sandra N. Pratt.

ARTICLE VI
INCORPORATOR

The name of the Incorporator is Christopher E. Hannum, Esquire, and the address of the Incorporator is CULP ELLIOTT & CARPENTER, P.L.L.C., 227 West Trade Street, Suite 1500, Charlotte, North Carolina 28202.

ARTICLE VII
INDEMNIFICATION

To the fullest extent permitted by applicable law, no director of the Corporation shall have any personal liability arising out of any action whether by or in the right of the Corporation or otherwise for monetary damages for breach of any duty as a director. This Article shall not impair any right to indemnity from the Corporation that any director may now or hereafter have. Any repeal or modification of this Article shall be prospective only and shall not adversely affect in any respect acts or omissions occurring prior to such repeal or modification.

IN WITNESS WHEREOF, the undersigned, being the incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 23rd day of February, 2000.



Christopher E. Hannum, Incorporator

Having been named as registered agent and to accept service of process for the above stated company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Sandra N. Pratt, Registered Agent

Date

3-20-00

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MAR 22 PM 1:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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