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Zacur & Graham, P.A.
Attorneys and Counselors at Law

RICHARD A. ZACUR
PETER D. GRAHAM*
KEVIN J. MALLER
*BOARD CERTIFIED
REAL ESTATE ATTORNEY

5200 CENTRAL AVE.
POST OFFICE BOX 14409
ST. PETERSBURG, FLORIDA 33733
TELEPHONE 727-328-1000
FAX 727-323-7519

OF COUNSEL
WILLIAM H. FLEECE**
**COURT CERTIFIED MEDIATOR AND
ARBITRATOR (FEDERAL AND STATE)

March 24, 2000

FILED
00 MAR 27 PM 4:29
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 33214

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*****78.75 *****78.75

Re: HANSELMAN ENTERPRISES, INC.

Gentlemen:

Enclosed please find an original and one copy of Articles of Incorporation for HANSELMAN ENTERPRISES, INC. Please file the enclosed and return a certified copy of the Articles to me at your earliest convenience. I have enclosed my check in the amount of \$78.75 to cover the filing and certified copy fees.

Should you have any questions, please do not hesitate to call me.

Very truly yours,

ZACUR & GRAHAM, P.A.



PETER D. GRAHAM

PDG/so
Enclosures

S. Thompson MAR 30 2000

ARTICLES OF INCORPORATION
OF
HANSELMAN ENTERPRISES, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

The name of this corporation is HANSELMAN ENTERPRISES, INC.

ARTICLE II

This corporation is organized for the purpose of transacting any and all lawful
business.

ARTICLE III

This corporation is authorized to issue 1000 shares of (\$1.00) par value
common stock.

ARTICLE IV

The street address of the initial principal and registered office of this
corporation is 6712 Gulf Boulevard, St. Pete Beach, FL 33706, the mailing address is the
same, and the name of the initial registered agent of this corporation at that address is
GARY HANSELMAN.

ARTICLE V

This corporation shall have one (1) director initially. The number of directors may be decreased or increased from time to time by the bylaws, but shall not be less than one. The name and address of the initial director of this corporation is:

GARY HANSELMAN
6712 Gulf Boulevard
St. Pete Beach, FL 33706

ARTICLE VI

The names and addresses of the persons signing these Articles of Incorporation are:

GARY HANSELMAN
6712 Gulf Boulevard
St. Pete Beach, FL 33706

ARTICLE VII

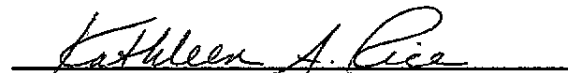
Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered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

IN WITNESS WHEREOF, the undersigned incorporators have executed
these Articles of Incorporation this 20th day of March, 2000.


GARY HANSELMAN

STATE OF NEW YORK
COUNTY OF Monroe

The foregoing instrument was acknowledged before me this 20th day
of March, 2000, by GARY HANSELMAN, who is
personally known to me or who produced NYDL 310 914 696 as
identification.


Notary Public


My commission expires:

KATHLEEN A. RICE
Notary Public State of New York
Monroe County Reg. #01R16000683
Commission Expires Dec. 22, 2001

TYPED/PRINTED NAME OF NOTARY

REGISTERED AGENT ACKNOWLEDGMENT

Having been named Registered Agent of the above-stated corporation, at the
place designated in these Articles of Incorporation, I hereby accept to act in that capacity.


GARY HANSELMAN