

03-17-2000

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FILED
00 MAR 27 PM 3:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Divisions of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: GOODWIN & SMITH, INC.

(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$78.75

This represents the cost of Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Please Mail The Articles of Corporation to the below listed address:

100003185211--3

-03/27/00--01100--018

Very truly yours,

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

GARY GOODWIN

(individual's name)

GOODWIN & SMITH, INC.

(name of corporation)

MAILING ADDRESS OF CORPORATION

3230 15TH STREET NORTH

SAINT PETERSBURG, FLORIDA 33704

727

791-0343

(Area Code)

Telephone Number

Extension

D. BROWN MAR 3 1 2000

ARTICLES OF INCORPORATION

of

GOODWIN & SMITH, INC.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

GOODWIN & SMITH, INC.

ARTICLE II - DURATION

This Corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Company is authorized to issue Five Hundred shares (500) of one Dollar(s) (\$1) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if know, or the mailing address of the corporation is:

NAME	GOODWIN & SMITH, INC.
ADDRESS	3230 15 TH STREET NORTH
CITY, STATE, ZIP	SAINT PETERSBURG, FLORIDA 33704

The name and street address if the Initial Registered Agent of this Corporation is:

NAME	GARY GOODWIN
ADDRESS	3230 15 TH STREET NORTH
CITY, STATE, ZIP	SAINT PETERSBURG, FLORIDA 33704

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1).

The names and addresses of the initial director(s) of the corporation are as follows:

NAME	GARY GOODWIN
ADDRESS	3230 15 TH STREET NORTH
CITY, STATE, ZIP	SAINT PETERSBURG, FLORIDA 33704
NAME	JOANN SMITH
ADDRESS	2442-3 ENTERPRISE ROAD
CITY, STATE, ZIP	CLEARWATER, FLORIDA 33763
NAME	
ADDRESS	
CITY, STATE, ZIP	

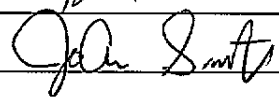
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ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	GARY GOODWIN
ADDRESS	3230 15 TH STREET NORTH
CITY, STATE, ZIP	SAINT PETERSBURG, FLORIDA 33704
NAME	JOANN SMITH
ADDRESS	2442-3 ENTERPRISE ROAD
CITY, STATE, ZIP	CLEARWATER, FLORIDA 33763
NAME	
ADDRESS	
CITY, STATE, ZIP	

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation the 17th Day of March, 2000

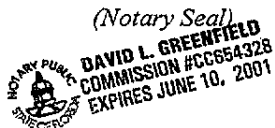
 (Seal)
 (Seal)
____ (Seal)

STATE OF FLORIDA)
COUNTY OF PINELLAS) SS

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally
GARY GOODWIN, JOANN SMITH

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that he/she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 17TH DAY OF MARCH, 2000




(Notary Public, State of Florida At Large)

CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

GOODWIN & SMITH, INC.

(name of corporation)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with

is registered office as indicated in the Articles of Incorporation at:

3230 15TH STREET NORTH

SAINT PETERSBURG, FLORIDA 33704

has named

GARY GOODWIN

located at the aforesaid address, as its Registered Agent to accept service of process

within the state.

ACKNOWLEDGMENT

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

X



(registered agent)