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September 6, 2000

Corporate Records Bureau
Division of Corporations
Florida Department of State
409 E. Gaines Street
Tallahassee, Florida 32399

500003385845--2
-09/07/00--01088--001
*****78.75 *****78.75

Re: HD/RAD Apollo, Inc.

To Whom It May Concern:

Enclosed are two originals of Articles of Incorporation for the above-named corporation. Please file one original and certify and return one original to me.

Also enclosed is our firm check in the amount of \$78.75, to cover the following costs:

1.	Filing fee	\$35.00
2.	Designation of Registered Agent	35.00
3.	Certified copy of Charter	<u>8.75</u>
	Total	\$78.75

FILED
00 SEP - 7 PM 2: 51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Thank you. If you have any questions, please give me a call.

Sincerely,

CAREY, O'MALLEY, WHITAKER & MANSON, P.A.

Nancy Barnes
Nancy Barnes, Paralegal

NRB/as
Enclosures

cc: HD/RAD Apollo, Inc.
20-10030

9-11
WOC

ARTICLES OF INCORPORATION

OF

HD/RAD APOLLO, INC.

FILED
00 SEP -7 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby organizes a corporation for profit under the provisions of the Florida Business Corporation Act, and pursuant to the following Articles of Incorporation.

ARTICLE 1

Name

The name of this corporation is: HD/RAD Apollo, Inc.

ARTICLE 2

Mailing Address

The mailing address of this corporation is Post Office Box 320342, Tampa, Florida 33679.

ARTICLE 3

Shares

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of One Dollar (\$1.00) par value common stock.

ARTICLE 4

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 712 South Oregon Avenue, Tampa, Florida 33606, and the name of the initial registered agent of this corporation at that address is Andrew M. O'Malley.

ARTICLE 5

Incorporator

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

Hamilton E. Hunt, Jr.
Post Office Box 320342
Tampa, Florida 33679

ARTICLE 6

Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than two (2). The name and address of the initial directors of this corporation are:

Hamilton E. Hunt, Jr.
Suite 125
4427 West Kennedy Boulevard
Tampa, Florida 33609

Bradford G. Douglas
Suite 125
4427 West Kennedy Boulevard
Tampa, Florida 33609

The method of election of directors will be as stated in the Bylaws.

ARTICLE 7

Indemnification

The corporation may enter into indemnification agreements and adopt Bylaw provisions for indemnification of any officer or director, or any former officer or director, or may provide, at the corporation's election, for indemnification of any officer or director, or any former officer or director, without agreement or Bylaw provisions to the full extent permitted by law. The corporation shall not be subject to court-ordered indemnification pursuant to Section 607.0850(9), Florida Statutes.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 28th day of August, 2000.



Hamilton E. Hunt, Jr.

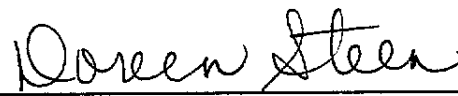
**STATE OF FLORIDA
COUNTY OF HILLSBOROUGH**

The foregoing instrument was acknowledged before me this 28th day of August, 2000 by Hamilton E. Hunt, Jr.

SEAL



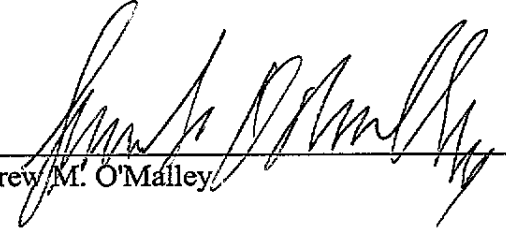
Doreen Steen
My Commission CC686356
Expires October 6, 2001



Type, Print or Stamp Name of Notary
Personally known X
or Produced Identification _____
Type of Identification Produced _____

Acceptance of Registered Agent

Having been named as registered agent to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment of 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.



Andrew M. O'Malley

FILED
00 SEP - 7 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA