

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P6000600 91156

Liberty ALF, Inc.

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-09/27/00--01048--013
*****78.75 *****78.75

- ☒ Art of Inc. File _____
- ☐ LTD Partnership File _____
- ☐ Foreign Corp. File _____
- ☐ L.C. File _____
- ☐ Fictitious Name File _____
- ☐ Trade/Service Mark _____
- ☐ Merger File _____
- ☐ Art. of Amend. File _____
- ☐ RA Resignation _____
- ☐ Dissolution / Withdrawal _____
- ☐ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- ☐ Photo Copy _____
- ☐ Certificate of Good Standing _____
- ☐ Certificate of Status _____
- ☐ Certificate of Fictitious Name _____
- ☐ Corp Record Search _____
- ☐ Officer Search _____
- ☐ Fictitious Search _____
- ☐ Fictitious Owner Search _____
- ☐ Vehicle Search _____
- ☐ Driving Record _____
- ☐ UCC 1 or 3 File _____
- ☐ UCC 11 Search _____
- ☐ UCC 11 Retrieval _____
- ☐ Courier _____

00 SEP 27 PM 12 23
TALLAHASSEE, FL 32302
SECRETARY OF STATE

FILED

DEPARTMENT OF STATE
DIVISION OF CORPORATE AFFAIRS
TALLAHASSEE, FL 32302

RECEIVED
00 SEP 27 AM 10:17

SEP 27 2000

Signature _____

Requested by: SL

Name _____

9/27/00
Date

9:20
Time

Walk-In _____

Will Pick Up _____

**ARTICLES OF INCORPORATION
OF
LIBERTY ALF, INC.**

THE UNDERSIGNED HEREBY MAKE, SUBSCRIBE, ACKNOWLEDGE AND FILE THIS CERTIFICATE FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I

NAME

The name of this corporation is ***LIBERTY ALF, INC.***

ARTICLE II

PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is ***100,000 shares of common stock of 1.00 Dollar per share par value.***

ARTICLE IV

DURATION

This corporation is to exist perpetually, and its existence is to commence on the date of the signing of these Articles of Incorporation.

ARTICLE V

PRINCIPAL OFFICE AND REGISTERED AGENT

The principal office and mailing address of the corporation shall be located at ***514 W. Juneau Street, Tampa, Florida 33604.***

The name and street address of the initial registered agent of the corporation in the State of Florida is: ***Corazon M. Butler, 514 W. Juneau Street, Tampa, Florida , 33604.*** The Board of Directors may, from time to time, appoint a substitute registered agent and move the registered office or the principal office, or both, to any other address in the State of Florida.

00 07 27 10 12 23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

INITIAL BOARD OF DIRECTOR

This corporation shall have one (1) or more director(s) as provided by the By-Laws. This corporation shall have the following initial directors:

NAME	ADDRESS
<i>Corazon M. Butler</i>	<i>514 W. Juneau Street Tampa, Florida 33604</i>
<i>Honesto S. DeJesus</i>	<i>514 W. Juneau Street Tampa, Florida 33604</i>
<i>Catherine Simsim</i>	<i>633 47th Avenue North St. Petersburg, Florida 33613</i>

ARTICLE VII

INCORPORATOR

The name and address of the incorporator of this corporation is:

<i>Corazon M. Butler</i>	<i>514 W. Juneau Street Tampa, Florida 33604</i>
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ARTICLE VIII

INDEMNIFICATION

The corporation shall indemnify all directors and officers, whether or not then in office, who are or become a party, or are threatened to be made a party, to any threatened, pending or completed action, suit or proceedings, whether civil, criminal, administrative or investigative by reason of the fact that such person is or was a director or officer, or is or was serving at the request of the corporation as an officer or director against expenses (including attorneys' fees, including hourly charges for paralegals and other staff members operating under the supervision of an attorney, whether at trial or appeal), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding, including any appeal thereof to the fullest extent permitted by law.

ARTICLE IX

BY-LAWS

The initial By-Laws shall be adopted by the Board of Directors. The power to alter, amend or repeal the By-Laws or adopt new By-Laws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE X
AMENDMENT

The right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, is reserved to the Board of Directors and the

Shareholders as specified under the laws of Florida.

IN WITNESS WHEREOF, these Articles of Incorporation have been signed, as Incorporator, by: ***Corazon M. Butler***.


Dated this 22 day of September, 2000.



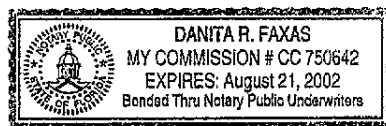
Corazon M. Butler

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 22 day of September, 2000, by ***Corazon M. Butler***, who is personally known to me or who has produced FLIC # B34611338709 as identification.




Printed Name:
Notary Public
My Commission Expires:
Serial Number:



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

In pursuance of Chapter 48.09I, Florida Statutes, the following is submitted, in compliance with said Act:

First -- That ***Liberty ALF, Inc.***, desiring to organize under the laws of the State of Florida with its principal place of business in Hillsborough County, Florida, has named ***Corazon M. Butler, 514 W. Juneau Street, Tampa, Florida 33604***, as its agent to accept service of process within this state.

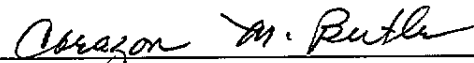


Corazon M. Butler
Incorporator

FILED
SEP 27 PM 12:28
CLERK OF DISTRICT COURT
HILLSBOROUGH COUNTY, FLORIDA

ACKNOWLEDGMENT

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



Corazon M. Butler
Registered Agent