

Division of Corporations

Page 1 of 1

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FLORIDA PROFIT CORPORATION OR P.A.

HOFF'S, INC.

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ARTICLES OF INCORPORATION
OF
HOFF'S, INC.
A FLORIDA CORPORATION

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The undersigned, acting as Incorporator of Hoff's, Inc., a Florida corporation (the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is Hoff's, Inc. and the street address of the initial principal office of the Corporation is 1320 S. W. 2nd Street, Boca Raton, FL 33486.

ARTICLE II

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue One Hundred Thousand (100,000) shares of One Dollar (\$1.00) par value Common Stock.

FAX AUDIT NO. H00000058805 3

FAX AUDIT NO. H00000058805 3

ARTICLE IVINITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 1320 S. W. 2nd Street, Boca Raton, FL 33486 and the name of the initial Registered Agent of the Corporation at that address is Joseph J. Thompson.

ARTICLE VINITIAL BOARD OF DIRECTORS

The Corporation shall initially have two (2) Directors to hold office until the first Annual Meeting of Shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The names and addresses of the initial Directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Joseph J. Thompson	1320 S. W. 2 nd Street Boca Raton, FL 33486
Sarah G. Thompson	1320 S. W. 2 nd Street Boca Raton, FL 33486

ARTICLE VIINCORPORATOR

The name and address of the Incorporator of the Corporation is Alan B. Rosenthal, English, McCaughan & O'Bryan, P.A., 120 East Palmetto Park Road, Suite 450, Boca Raton, Florida 33432.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 11 day of November, 2000.



Alan B. Rosenthal, Incorporator

FAX AUDIT NO. H00000058805 3

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for Hoff's, Inc. at the place designated in the foregoing Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of the Florida Business Corporation Act 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.

Dated: 11-7-2000By: Joseph J. Thompson
Joseph J. Thompson, Initial Registered Agent

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