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WILLIAM L. THOMPSON, JR., P.A.  
ATTORNEY AT LAW

2301 PARK AVENUE, SUITE 404  
ORANGE PARK, FLORIDA 32073

TELEPHONE: (904) 269-4841  
TELEFAX: (904) 269-9303  
ELECTRONIC MAIL:  
wlt.law@worldnet.att.net

December 4, 2000

Via UPS Next Day Air

Florida Department of State  
Division Of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

EFFECTIVE DATE

12-04-00

000003487940--3  
-12/05/00--01083--007  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: **HORNE TIPPS HOLDING COMPANY**

I have enclosed for filing the ARTICLES OF INCORPORATION of HORNE TIPPS HOLDING COMPANY. Please return a certified copy of the Articles to this office. I also have enclosed my firm check in the amount of \$78.75 representing the filing fee.

Please contact our office should you have any questions or concerns. Thank you for your assistance.

Sincerely,

  
William L. Thompson, Jr.

WLT/ptj

Enclosures

FILED  
00 DEC -5 PM 2:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

12-11

ARTICLES OF INCORPORATION  
OF  
HORNE TIPPS HOLDING COMPANY

FILED  
00 DEC -5 PM 2:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation is "HORNE TIPPS HOLDING COMPANY."

ARTICLE II

EFFECTIVE DATE

12-04-00

NATURE OF BUSINESS

This corporation is organized for the purpose of acting as a holding company for multiple businesses and corporations and engaging in and transacting any or all lawful business permitted under the laws of the State of Florida or any other state and of the United States.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue Ten Thousand (1,000,000) shares of common stock having a par value (\$.01) per share, which shares shall be and hereby are designated as "Common Shares". Without action by the stockholders, any or all of the authorized shares may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

#### ARTICLE IV

##### TERM OF EXISTENCE

The term for which this corporation shall exist shall be perpetual, commencing on the date of execution of these Articles.

#### ARTICLE V

##### PRINCIPAL OFFICE OF THE CORPORATION

The principal office of the business of the corporation shall be 2202 N. West Shore Boulevard, 4<sup>th</sup> Floor, Tampa, Florida 33607. The Board of directors may, from time to time, change the principal office and mailing address to any other address in Florida.

#### ARTICLE VI

##### INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation in the State of Florida is 2301 Park Avenue, Suite 404, Orange Park, Florida 32073, and the name of the initial registered agent of this corporation at that address is: William L. Thompson, Jr. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE VII

INCORPORATOR

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

NAME

ADDRESS

William L. Thompson, Jr.

2301 Park Avenue, Suite 404  
Orange Park, Florida 32073

ARTICLE VIII

BYLAWS

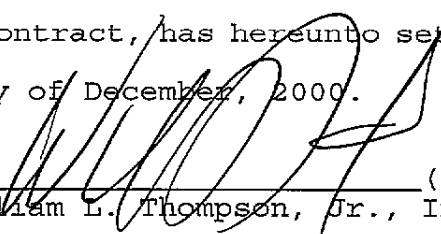
Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaws shall not be altered, repealed or amended by the Board of Directors.

ARTICLE X

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaw shall not be altered, repealed or amended by the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person competent to contract, has hereunto set his hand and affixed his seal this 4th day of December, 2000.

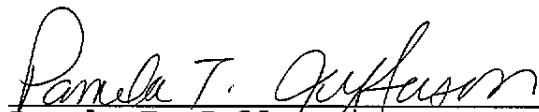
  
\_\_\_\_\_  
(SEAL)  
William L. Thompson, Jr., Incorporator

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STATE OF FLORIDA  
COUNTY OF Clay

The foregoing instrument was acknowledged before me this 4th day of December, 2000, by William L. Thompson, Jr., who [✓] is personally known to me.



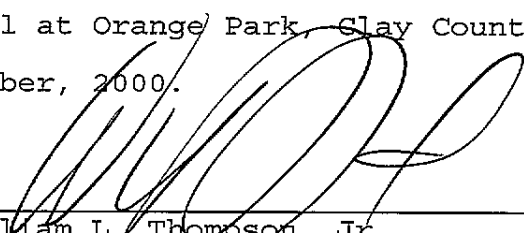
  
\_\_\_\_\_  
Pamela T. Jefferson  
Notary Public, State of Florida

(SEAL)

CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF  
REGISTERED AGENT OF  
HORNE TIPPS HOLDING COMPANY

Pursuant to Sections 48.091 and 607.034, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon HORNE TIPPS HOLDING COMPANY, a corporation organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 2301 Park Avenue, Suite 404, Orange Park, Florida 32073.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal at Orange Park, Clay County, Florida, on this 4th day of December, 2000.

  
\_\_\_\_\_  
William L. Thompson, Jr.  
Registered Agent

FILED

00 DEC -5 PM 2:31

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA