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Law Office
of

Richard W. Gross, P.A.

FILED

01 FEB 19 PM 4:03

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

February 12, 2001

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

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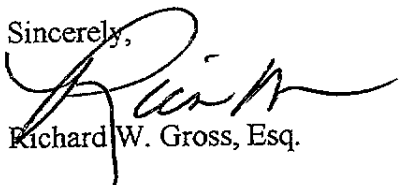
Re: **Hollingsworth Investments, Inc.**

Enclosed are an original and two (2) copies of the Articles of Incorporation for **Hollingsworth Investments, Inc.** and a check for \$78.75 to cover the filing fee and a certified copy of Articles of Incorporation.

Please Return to the undersigned at the following address:

Richard W. Gross
39 East 6th Street
Hialeah, Florida 33010
(305) 883-5595

Sincerely,



Richard W. Gross, Esq.

RWG:ks

**ARTICLES OF INCORPORATION
OF
HOLLINGSWORTH INVESTMENTS, INC.**

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CLERK OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607
of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: **HOLLINGSWORTH
INVESTMENTS, INC.**

ARTICLE II. PRINCIPAL OFFICE

The address of the principal office of this corporation shall be 39 East 6th
Street, Hialeah, FL 33010 and the mailing address shall be the same.

ARTICLE III. NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or
businesses permitted under the laws of the United States, the State of Florida or any
other state, country, territory or nation.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized
to have outstanding at any one time is 1,000 shares of common stock having no par
value per share.

ARTICLE V. REGISTERED AGENT AND ADDRESS

The street address of the initial registered office of the corporation shall be 39 East 6th Street, Hialeah, Florida, 33010, and the name of the initial registered agent of the corporation at that address is Richard W. Gross, Esquire.

ARTICLE VI. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two (2) Directors. The name and street address of the members of the Board of Directors are:

James P. Hollingsworth, III
4733 Chevy Place
Orlando, Florida 32811

Jane Hollingswoth
4733 Chevy Place
Orlando, Florida 32811

ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

President:

James P. Hollingsworth, III
4733 Chevy Place
Orlando, Florida 32811

Vice-President, Secretary and Treasurer

Jane Hollingsworth
4733 Chevy Place
Orlando, Florida 32811

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator of these Articles of
Incorporation is:

Richard W. Gross
39 East 6th Street
Hialeah, FL 33010

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and
seal on this 12th day of February, 2001.

By: _____

Richard W. Gross

ACCEPTANCE BY REGISTERED AGENT OF DESIGNATION
IN ARTICLES OF INCORPORATION

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Richard W. Gross, Esquire, a practicing attorney, authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 

Richard W. Gross, Esquire