

CT CORPORATION SYSTEM

CORPORATION(S) NAME

HB Acquisition Corp.

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FILED
01 MAR 18 PM 12:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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*****70.00 *****70.00

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| <input checked="" type="checkbox"/> Profit Articles | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | | |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| | <input type="checkbox"/> Reinstatement | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> Change of RA |
| | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> UCC |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photocopies | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Name _____
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660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

W-5640
TS
T. SMITH MAR 14 2001



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 13, 2001

CT CORPORATION SYSTEM

SUBJECT: HB ACQUISITION CORP.
Ref. Number: W01000005640

work-in
pick-up

We have received your document for HB ACQUISITION CORP. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.)

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6927.

PTOK Tracy Smith
Document Specialist

Letter Number: 901A00015262

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Back Date.
THANKS

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
HB ACQUISITION CORP.**

The undersigned, being an individual, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

ARTICLE I

Name

The name of the corporation is HB Acquisition Corp.

ARTICLE II

Principal Officer

The street address and the mailing address of the principal office of the corporation is 4902 West Waters Avenue, Tampa, Florida 33634-1302.

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ARTICLE III

Capital Stock

The number of shares the corporation is authorized to issue is 1,000 shares of common stock.

ARTICLE IV

Initial Registered Office and Address

The street address of the initial registered office of the corporation is 4902 West Waters Avenue, Tampa, Florida 33634-1302, and the name of its initial registered agent at such address is Gregory L. Williams, Esq.

ARTICLE V

Board of Directors

The names and addresses of the persons who are to serve as initial directors are:

Michael Kagan
4902 West Waters Avenue
Tampa, Florida 33634-1302

Gregory L. Williams, Esquire
4902 West Waters Avenue
Tampa, Florida 33634-1302

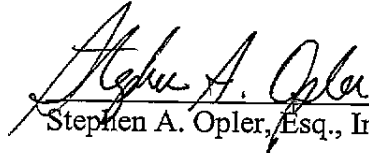
ARTICLE VI

Incorporate

The name and address of the incorporator is:

Stephen A. Opler, Esquire
One Atlantic Center
1201 West Peachtree Street
Atlanta, Georgia 30339-3424

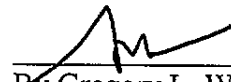
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 12th day of March, 2001.



Stephen A. Opler, Esq., Incorporator

Alston & Bird LLP
One Atlantic Center
1201 West Peachtree Street
Atlanta, GA 30309-3424

Gregory L. Williams is familiar with and accepts the obligations provided for in Section 607.0505 of the Florida Statutes on behalf of HB Acquisition Corp.


By Gregory L. Williams

Date 3/12/01

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