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ACCOUNT NO. : 072100000032

REFERENCE : 093140 9429A

AUTHORIZATION :

COST LIMIT : PREPAID

FILED
01 MAR 28 AM 8:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : March 27, 2001

ORDER TIME : 3:14 PM

ORDER NO. : 093140-005

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-03/28/01--01002--010
*****78.75 *****78.75

CUSTOMER NO: 9429A

CUSTOMER: Debbie A. Borgh, Legal Asst
Alford Barber & Mariani

1550 S. Highland Avenue
Suite B
Clearwater, FL 33756

DOMESTIC FILING

NAME: T.F.H. AND ASSOCIATES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis - EXT. 1165

EXAMINER'S INITIALS:

RECEIVED
01 MAR 27 PM 4:30
TALLAHASSEE, FLORIDA
DIVISION OF STATE
CORPORATIONS

3-28-01
WCC

ARTICLES OF INCORPORATION
OF
T.F.H. AND ASSOCIATES, INC.

FILED
01 MAR 28 AM 8:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of the Corporation is T.F.H. AND ASSOCIATES, INC.
and its mailing address is 4900-G Creekside Drive, Clearwater, Florida 33760-4041.

ARTICLE II

DURATION

This corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of Florida.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of \$1.00 par value common stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is THOMAS F. HOOTEN and the name of its initial registered agent of this corporation at that address is 4900-G Creekside Drive, Clearwater, FL 33760-4041.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The names and addresses of the initial director of this corporation are:

<u>Name</u>	<u>Address</u>
Thomas F. Hooten	4900-G Creekside Drive Clearwater, FL 33760-4041
Diane S. Hooten	4900-G Creekside Drive Clearwater, FL 33760-4041

ARTICLE VII

INCORPORATOR

The name and address of each person signing these Articles is:

<u>Name</u>	<u>Address</u>
Thomas F. Hooten	4900-G Creekside Drive Clearwater, FL 33760-4041

ARTICLE VIII

CUMULATIVE VOTING

At each election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE IX

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI

BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power

to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE XII

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on the 26th day of March, 2001.


THOMAS F. HOOTEN

STATE OF FLORIDA
COUNTY OF PINELLAS

26th The foregoing Articles of Incorporation were acknowledged before me this day of March, 2001.



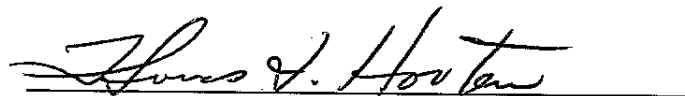
Debra A. Borgh
MY COMMISSION # CC994779 EXPIRES
January 30, 2005
BONDED THRU TROY FAIR INSURANCE, INC.


Notary Public
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of which is contained in the foregoing Articles of Incorporation.

Dated this 26th day of March, 2001.


THOMAS F. HOOTEN, as Registered Agent