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McCLAIN & ALFONSO

A PROFESSIONAL ASSOCIATION

ATTORNEYS AT LAW

JOE A. McCLAIN
NANCY McCLAIN ALFONSO
DENNIS J. ALFONSO
JULIE C. SCOTT

McCLAINALFONSO@AOL.COM

37908 CHURCH AVENUE, P.O. BOX 4, DADE CITY, FLORIDA 33526-0004
TELEPHONE (352) 567-5636 • FACSIMILE (352) 567-6696

38416 FIFTH AVENUE, ZEPHYRHILLS, FLORIDA 33540
TELEPHONE (813) 782-8700 • FACSIMILE (813) 788-0441

Zephyrhills

REPLY TO: _____

May 7, 2001

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

500004220985--3
-05/16/01--01125--001
*****78.75 *****78.75

RE: Pasco Power Outdoor Equipment, Inc.

Dear Sir or Madam:

Enclosed please find an original and one copy of the articles of incorporation and a Designation and Acceptance of Registered Agent regarding the above-referenced. I have also enclosed a check in the amount of \$78.75 representing the filing fee and cost of a certified copy.

Please return the certified copy in the enclosed envelope. Should you have any questions or need further information, please do not hesitate to contact my office.

Sincerely,

Nancy McClain Alfonso
Attorney at Law

01 MAY 16 AM 8:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NMA/lag
Encl. as indicated
cc: Pasco Power Outdoor Equipment, Inc.

T. Burch MAY 23 2001

ARTICLES OF INCORPORATION
OF
PASCO POWER OUTDOOR EQUIPMENT, INC.

FILED
01 MAY 16 AM 9:33
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I. CORPORATE NAME

The name of this corporation is **PASCO POWER OUTDOOR EQUIPMENT, INC.**

ARTICLE II. PRINCIPAL OFFICE

The principal place of business of this corporation is 8607 Gall Boulevard, Zephyrhills, Florida 33541 and the mailing address of this corporation is the same.

ARTICLE III. STOCK

The aggregate amount of the total authorized capital stock of this Corporation is 100 shares.
All of the capital stock shall have a par value of one dollar (\$1.00) per share.

ARTICLE IV. INITIAL OFFICERS

The name and address of the initial officers are as follows:

President/ Treasurer	RICHARD HAWTHORNE 8607 Gall Boulevard Zephyrhills, Florida 33541
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Vice President/ Secretary	CHRISTINE HAWTHORNE 8607 Gall Boulevard Zephyrhills, Florida 33541
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ARTICLE V. INITIAL DIRECTORS

There shall be no less than one director of the Corporation. The name and address of the

initial Board of Directors is as follows:

Chairman of Board/Director

RICHARD HAWTHORNE
8607 Gall Boulevard
Zephyrhills, Florida 33541

Director

CHRISTINE HAWTHORNE
8607 Gall Boulevard
Zephyrhills, Florida 33541

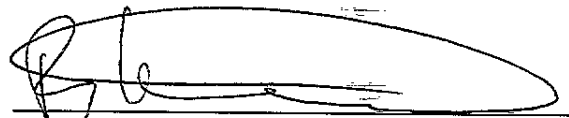
ARTICLE VI. INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent are Richard Hawthorne, 8607 Gall Boulevard, Zephyrhills, Florida 33541.

ARTICLE VII. INCORPORATORS

The name of the incorporator of these articles of incorporation is Richard Hawthorne, and his street address is 8607 Gall Boulevard, Zephyrhills, Florida 33541.

The undersigned has executed these articles of incorporation on this ____ day of May, 2001.

A handwritten signature in black ink, appearing to read 'Richard Hawthorne', is written over a horizontal line.

RICHARD HAWTHORNE
Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Florida Statute §607.0501, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida:

1. The name of the corporation is **PASCO POWER OUTDOOR EQUIPMENT, INC.**
2. The name and address of the registered agent and office is:

Richard Hawthorne
8607 Gall Boulevard
Zephyrhills, Florida 33541

3. Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes 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 this ____ day of May, 2001.



RICHARD HAWTHORNE

FILED
01 MAY 16 AM 8:33
SECRETARY OF STATE
TALLAHASSEE FLORIDA