

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P02000073851

A. Hoffer Talent Inc

200006252002--6

-07/08/02--01031--023

*****78.75 *****78.75

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

RECEIVED
02 JUL -8 AM 11:14
FILED
2002 JUL -8 PM 12:17
TALLAHASSEE, FLORIDA

Signature _____

Requested by: _____

Name *JB* Date *7/8* Time *10:00*

Walk-In _____ Will Pick Up _____

ARTICLES OF INCORPORATION

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. **NAME:** The name of this corporation is A. HOFFNER TALENT, INC.
2. **DURATION:** The period of its duration is perpetual.
3. **PURPOSE:** The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.
4. **STOCK:** The corporation is authorized to issue Ten Thousand (10,000) shares of common stock, all of one (1) class, at One Dollar (\$1.00) par value.
5. **INITIAL REGISTERED OFFICE, PRINCIPAL OFFICE AND REGISTERED AGENT:** The name and address of the initial registered agent, registered office, principal office and mailing address of this corporation is as follows:

AMY E. HOFFNER
2103 27th Ave. Blvd. W.
Palmetto, Fl 34221

6. **INITIAL BOARD OF DIRECTORS:** This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment to the By-Laws of the corporation in the manner provided by law, but shall never be less than one (1).

The names and addresses of the initial directors of this corporation are:

NAME	ADDRESS
AMY E. HOFFNER	2103 27 th Ave. Blvd. W. Palmetto, Fl 34221

7. **INCORPORATOR:** The name and address of the incorporator signing these Articles of Incorporation is:

AMY E. HOFFNER	2103 27 th Ave. Blvd. W. Palmetto, Fl 34221
----------------	---

8. **AMENDMENT OF ARTICLES:** 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.

2002 JUL -8 PM 12:17
CLERK OF STATE
TALLAHASSEE, FLORIDA

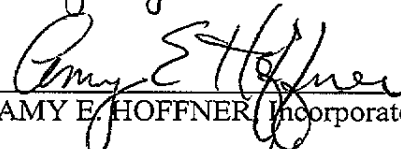
FILED


9. **INDEMNIFICATION:** The corporation may be empowered to indemnify any officer or director or any former officer or director in the manner set out and provided for pursuant to the provisions of Section 607.0850 of the Florida Statutes, as amended.

10. **CUMULATIVE VOTING:** In any election of directors by the shareholders, each shareholder of record shall have the right to cumulate his shares and to give one candidate as many votes as shall equal the number of directors to be elected multiplied by the number of his shares, or to distribute them on the same principle among as many candidates as he sees fit, provided however, that notice shall be given by any shareholder to the president or a vice-president of the corporation not less than twenty-four (24) hours before the time fixed for the holding of the meeting for the election of directors that he intends to cumulate his votes at such election. This right to vote cumulatively shall not be further restricted or qualified by any provision in the By-Laws of the corporation.

11. **PREEMPTIVE RIGHTS:** Each shareholder of this corporation shall have the first right to purchase shares, and securities convertible into shares, of any class, kind or series of stock in this corporation that may from time to time be issued whether or not presently authorized including shares from the treasury of this corporation, in the ratio that the numbers of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 5th day of July, 2002.


AMY E. HOFFNER, Incorporator


AMY E. HOFFNER, Registered Agent

STATE OF FLORIDA

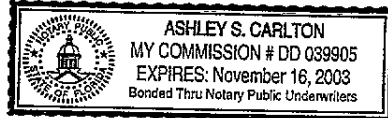
COUNTY OF MANATEE

BEFORE ME, the undersigned authority, personally appeared AMY E. HOFFNER, to me well known and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed, and who is personally known to me or has produced FL DL as identification.

WITNESS my hand and official seal, this 5th day of July,
2002.

Ashley S. Carlton
Notary Public

My Commission Expires:



CERTIFICATE OF REGISTERED OFFICE
AND DESIGNATION OF REGISTERED AGENT
AND ACCEPTANCE OF REGISTERED AGENT

Pursuant to Chapter 607, Florida Statutes, the following is submitted, in compliance with said Act:

1. The Principal Office of A. HOFFNER TALENT, INC., a corporation duly organized and existing under the laws of the State of Florida is: 2103 27th Ave. Blvd. W., Palmetto, FL 34221.

2. The Registered Office of this corporation is: 2103 27th Ave. Blvd. W., Palmetto, FL 34221.

3. The Registered Agent of this corporation is:

NAME

ADDRESS

AMY E. HOFFNER

2103 27th Ave. Blvd. W.
Palmetto, FL 34221

2002 JUL -8 PM 12:17
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named a 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 relative 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: 7-5-02


Registered Agent