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# TOWNSEND & BRANNON

ATTORNEYS AND COUNSELORS AT LAW
608 W. HORATIO STREET
TAMPA, FLORIDA 33606-2228

ANITA C. BRANNON DAVID A. TOWNSEND TELEPHONE (813) 254-1 FACSIMILE (813) 254-1

Writer's E MAlL addianita@townsendbrannon.

June 18, 2003

### **VIA OVERNIGHT MAIL**

Secretary of State Division of Corporations 409 East Gaines Street Tallahassee, FL 32399

RE: Articles of Organization for CENTRAL FLORIDA TRADERS, INC.

Dear Sir/Madam:

Please find enclosed an original and a copy of the Articles of Incorporation for filing with the Secretary of State.

Also enclosed is our check in the amount of \$70.00 for the appropriate filing fee. Please return to our office a copy of the Articles.

Thank you in advance for your kind and prompt attention to this matter.

Yours truly,

DAVID A. TOWNSEND

DAT/ccb

Enclosures

#### ARTICLES OF INCORPORATION

OF

## CENTRAL FLORIDA TRADERS, INC.

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby presents these Articles for the formation of a corporation under the laws of the State of Florida.

#### ARTICLE I: NAME

The name of the corporation is Central Florida Traders, Inc.

#### ARTICLE II: EXISTENCE

The corporation shall have perpetual existence.

## ARTICLE III: PURPOSE

The nature of the business and the objects and purposes proposed to be transacted, promoted or carried on are to engage in any and all lawful business for which corporations may be incorporated under the Florida General Corporations Act.

#### ARTICLE IV: CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock having a par value of zero (\$0.00) dollar per share.

#### ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the corporation's initial registered agent is 608 W. Horatio Street, Tampa, FL 33606-2228. The registered agent at such address is Townsend & Brannon whose address is 608 W. Horatio Street, Tampa, FL 33606-2228.

#### ARTICLE VI: INITIAL DIRECTORS

The initial Board of Directors shall consist of one (3) Director, whose name and address is as follows:

Jack Callihan, President
Rafael Hanari, Executive Vice President & CEO
Rick Brown, Vice President

who shall hold office until the first annual meeting of the shareholders, and until their successors shall have been elected and qualified or until their earlier resignation, removal from office or death.

The number of Directors may be increased or decreased from time to time by Amendment of the By-Laws, but no decrease shall have the effect of shortening the term of any incumbent Director. The number of Directors shall never be less than three (3).

#### ARTICLE VII: INCORPORATOR

The name and address of the person filing these Articles of Incorporation as Incorporator are as follow:

David A. Townsend, Esq. Townsend & Brannon 608 W. Horatio Street Tampa, Florida 33606-2228

#### ARTICLE VIII: AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. All rights of shareholders are subject to these reservations.

IN WITNESS WHEREOF, the incorporator above named has set his hand and seal this day of June, 2003, for the purpose of forming this corporation under the laws of the State of Florida, and I make, subscribe, acknowledge and file these Articles of Incorporation, and certify that the facts herein stated are true.

David A. Townsend, Esq.

#### RESIDENT AGENT CERTIFICATE

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

Central Florida Traders, Inc. desiring to organize under the laws of the State of Florida with its principal office located at 608 W. Horatio Street, Tampa, Florida 33606-2228, has named David A. Townsend, Esq., located at 608 W. Horatio Street, Tampa, Florida 33606-2228, as its agent to accept service of process within the State.

# ACKNOWLEDGMENT

Having been named to accept service of process for the above-named corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

David A. Townsend, Esq.

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