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TALLAHASSEE FLORIDA

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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) 254-0088
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Writer's E MAIL address:
david@townsendbrannon.com

January 17, 2004

Secretary of State
Division of Corporations
Corporate Filings
P. O. Box 6327
Tallahassee, Fl 32314

Re: ZIMMCO, INC.

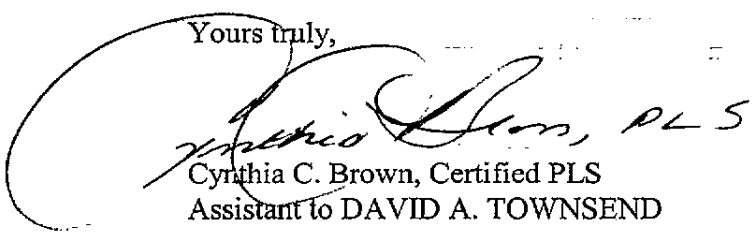
Dear Sir/Madam:

Please find enclosed an original and one copy of the Articles of Incorporation of Zimmco, Inc. for filing. Also enclosed is our check in the amount of \$70.00 for the filing fee.

Please return to our office a copy of the articles reflecting the filing date in the self-addressed envelope.

Thank you.

Yours truly,


Cynthia C. Brown, Certified PLS
Assistant to DAVID A. TOWNSEND

Enclosures

FILED
2004 FEB 20 PM 1:25
TALLAHASSEE FLORIDA
STATE



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

2004 FEB 20 PM 1:25

FLORIDA DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

February 4, 2004

DAVID A. TOWNSEND, ESQ.
608 W. HORATIO STREET
TAMPA, FL 33606-2228

SUBJECT: ZIMMCO, INC.
Ref. Number: W04000004804

We have received your document for ZIMMCO, INC. 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) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 404A00007459

ARTICLES OF INCORPORATION

OF

ZIMMCO, Inc.

2004 FEB 20 PM 1:25

DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of this corporation is:

ZIMMCO, Inc.

ARTICLE II

Principal Place of Business

This corporation's principal place of business is:

4621 Deerwalk Avenue, Tampa, Florida 33624.

ARTICLE III

Term of Existence

This corporation shall have perpetual existence.

ARTICLE IV

Nature of Business

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE V

Capitalization

The Maximum number of shares of stock the corporation is authorized to issue is 1,000 shares of \$5.00 par value stock.

ARTICLE VI

Registered Agent and Initial Registered Office

The Registered Agent and the street address of the initial registered office of the corporation in the State of Florida shall be: DAVID A. TOWNSEND, ESQUIRE, Townsend & Brannon, 608 West Horatio Street, Tampa, Florida 33606-2228.

ARTICLE VII

Board of Directors

This Corporation shall not have a Board of Directors. Its affairs will be conducted by its shareholders and officers.

ARTICLE VIII

Initial Officers

The following persons shall serve in the following designated offices for the corporation until the organizational meeting of shareholders:

Felton Zimmerman	-	President
Luis Zimmerman	-	Vice President
Wayne Miller	-	Secretary
Bruce Miller	-	Treasurer

ARTICLE IX

Subscribers

The following persons are subscribers to 900 shares of the capital stock of the corporation:

Felton Zimmerman	-	750 Shares
Luis Zimmerman	-	50 Shares
Wayne Miller	-	50 Shares

Bruce Miller 50 shares

ARTICLE X

Incorporator

The name and address of the incorporator is DAVID A. TOWNSEND, ESQUIRE, Townsend & Brannon, 608 West Horatio Street, Tampa, Florida 33606-2228.

ARTICLE XI

Amendment

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned, as Incorporator, executed the foregoing Articles of Incorporation.


Incorporator
DAVID A. TOWNSEND, ESQUIRE

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that before me personally appeared DAVID A. TOWNSEND, ESQUIRE, to me known to be the person described in and who executed the foregoing Articles of Incorporation, and acknowledged the execution thereof to be his free act and deed for the uses and purposes therein mentioned. ✓

WITNESS my signature and official seal this 19th day of January, 2004.


NOTARY PUBLIC

Cynthia C. Brown
Printed Name of Notary

My Commission Expires:



CYNTHIA C. BROWN
MY COMMISSION # DD 230368
EXPIRES: July 9, 2007
Bonded Thru Budget Notary Services

**CERTIFICATE OF DESIGNATION
OF**

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned 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 ZIMMCO, INC.
2. The name and street address of the registered agent and office is:

DAVID A. TOWNSEND, ESQUIRE
Townsend & Brannon
608 West Horatio Street
Tampa, Florida 33606


DAVID A. TOWNSEND, ESQUIRE

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE 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.

FILED
2004 FEB 20 PM 1:25
CLERK OF STATE
TALLAHASSEE FLORIDA