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FLORIDA PROFIT CORPORATION OR P.A.

Haniel Joseph Holdings, Inc.

Certificate of Status	1
Certified Copy	1
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**ARTICLES OF INCORPORATION
OF
HANIEL JOSEPH HOLDINGS, INC.**

The undersigned, acting as incorporator of HANIEL JOSEPH HOLDINGS, INC., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

HANIEL JOSEPH HOLDINGS, INC.

ARTICLE II. ADDRESS

The mailing address of the corporation is:

431 Appian Way, N.E.
St. Petersburg, Florida 33704

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence at 12:01 A.M. on June 10, 2004.

ARTICLE IV. PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The corporation shall have only one class of stock consisting of two types of common stock, Type A and Type B. The maximum number of shares that the corporation is authorized to have outstanding at any time is 20,000 shares of Type A common stock, having a par value of \$.01, and 200,000 shares of Type B common stock, having a par value of \$.01. The preferences, limitations, and relative rights in respect of the shares of Type B common stock shall not be voted on any matters, except when otherwise required by law. The consideration to be paid for each share of Type A and Type B common stock shall be fixed by the board of directors and may be paid in whole or part in cash or other property, tangible or intangible, or in labor or services performed or to be performed for the corporation.

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ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the current registered office of the corporation is 100 South Ashley Drive, Suite 1500, Tampa, Florida 33602, and the name of the corporation's current registered agent at that address is Brian C. Sparks.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial director is:

<u>Name</u>	<u>Address</u>
Norman LeClair	431 Appian Way, N.E. St. Petersburg, Florida 33704

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
Brian C. Sparks	100 South Ashley Drive Suite 1500 Tampa, Florida 33602

The incorporator of the corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE IX. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

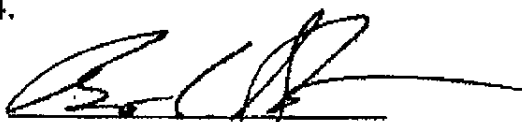
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ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 10th day of June, 2004.



Brian C. Sparks, Incorporator

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That HANIEL JOSEPH HOLDINGS, INC., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 100 South Ashley Drive, Suite 1500, Tampa, Florida 33602 has named Brian C. Sparks as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with, and accept, the obligations of that position.

Dated this 10th day of June, 2004.


Brian C. Sparks

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