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ARTICLES OF INCORPORATION

OF

GREY HAWK HOLDINGS, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby files for record the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation shall be:

GREY HAWK HOLDINGS, INC.

The principal place of business of this corporation shall be:

2132 Oak Forest Lane Palm Harbor, Florida 34683

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The mailing address of the initial registered office of the corporation shall be:

2132 Oak Forest Lane Palm Harbor, Florida 34683

The initial registered agent of the corporation is Tod B. Eckhouse, whose address is 2132 Oak Forest Lane, Palm Harbor, Florida 34683

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII. SPECIAL PROVISIONS

It is the intent of the incorporation that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation will file as a Subchapter S corporation.

ARTICLE VIII, DIRECTORS

The Corporation shall have **one** director initially. The number of directors may be increased or decreased from time to time by the By-Laws adopted by the shareholders, but shall never be less than one. The names and addresses of the initial directors are:

Tod B. Eckhouse 2132 Oak Forest Lane Palm Harbor, Florida 34683

Nelson C. Steiner 7719 Hunter Lane Pinellas Park, Florida 33782

William H. Turney 170 – 31st Avenue St. Petersburg Beach, Florida 33706

Guy M. Burns 100 North Tampa Street, Ste. 1800 Tampa, Florida 33602

ARTICLE IX. OFFICERS

The names and addresses of the initial officers of the corporation shall hold office for the first year of the corporation, or until his successors are elected or appointed are:

Tod B. Eckhouse 2132 Oak Forest Lane Palm Harbor, Florida 34683 President

Nelson C. Steiner 7719 Hunter Lane Pinellas Park, Florida 33782 **Vice President**

William H. Turney
170 – 3st Avenue
St. Patersham Book

Secretary/Treasurer

St. Petersburg Beach, Florida 33706

ARTICLE X. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Tod B. Eckhouse 2132 Oak Forest Lane Palm Harbor, Florida 34683

Tod B. Eckhouse

STATE OF FLORIDA COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 24th day of august.

Commission # DD0126217
Expires 6/16/2006
Son-ded through
(800-432-4254) Floride Notary Asen., Inc.

NOTARY PUBLIC My Commission Expires:

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named corporation in the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said registered office.

Tod B. Eckhouse