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SECRETARY OF STATE
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CORP/DIRECT AGENTS, INC. (formerly CCRS)
515 EAST PARK AVENUE
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: KATIE WONSCH

DATE: 08/24/2005

REF. #: 001254.41606

CORP. NAME: D.K. SMITH HOLDINGS, CORPORATION

- | | | |
|---|---|--|
| <input checked="" type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | | |
| <input type="checkbox"/> OTHER: | | |

STATE FEES PREPAID WITH CHECK# 3756 FOR \$ 78.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

_____ COST LIMIT: \$ _____

PLEASE RETURN:

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| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials

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TALLAHASSEE, FL 32301

ARTICLES OF INCORPORATION OF
D. K. SMITH HOLDINGS, CORPORATION

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is: D. K. Smith Holdings Corporation

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is:

1000 Shares of Common Stock
par value of \$1.00 per share

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ARTICLE V - PRINCIPAL OFFICE

The address of the principal place of business of this Corporation shall be:

2615 Tyson
Tampa, FL 33611

and the mailing address of this Corporation shall be:

2615 Tyson
Tampa, FL 33611

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The registered agent and street address of the registered office of this Corporation is:

David S. Watson, Esquire
Sivyer, Barlow & Watson, P.A.
100 South Ashley Drive
Suite 2150
Tampa, FL 33602

ARTICLE VII – DIRECTORS

This Corporation shall have two (2) Director(s) initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

Katherine Seletos, 2615 Tyson, Tampa, FL 33611
Daniel Smith, 2615 Tyson, Tampa, FL 33611

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted 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.

ARTICLE IX – INCORPORATOR

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

David S. Watson, Esquire
100 South Ashley Drive, Suite 2150
Tampa, FL 33602

The undersigned have executed these Articles this 23rd day of AUGUST, 2005.

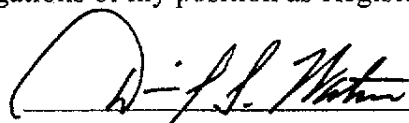
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"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for Fort Brooke Investment Corporation, at the place designated in the Articles, 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.

Date: August 23, 2005


"REGISTERED AGENT"