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# FLORIDA PROFIT/NON PROFIT CORPORATION

**HOH Acquisition**, Inc.

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January 6, 2006

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## FLORIDA DEPARTMENT OF STATE Division of Corporations

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ARTICLES OF INCORPORATION OF HOH ACQUISITION, INC.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida with and under the following Articles of Incorporation, certifies as follows.

#### ARTICLE I

The name of the corporation shall be "HOH Acquisition, Inc." and its principal offices shall be located at, and its mailing address shall be, 1550 North Krome Avenue, Homestead, Florida 33030.

#### **ARTICLE II**

The corporation is organized for the purpose of engaging in any lawful activity for which corporations may be organized under Florida law.

#### ARTICLE III

The term for which the corporation shall exist shall be perpetual.

#### ARTICLE IV

The aggregate number of all classes of stock which the corporation shall have authority to issue shall be one thousand shares (1,000), all of which shall be common stock, par value \$.01 per share.

#### 1

The holders of the capital stock of the corporation shall not have any preemptive or preferential rights to purchase or otherwise acquire any shares of any class of capital stock of the corporation, whether now or hereafter authorized, except as the Board of Directors may specifically provide.

#### ARTICLE V

The street address of the registered office of the corporation is 1550 North Krome Avenue, Homestead, Florida 33030, and the name of the registered agent is Vernon D. Smith.

#### ARTICLE VI

The provisions of section 607.0901 of the Florida Business Corporation Act, relating to affiliate transactions, and section 607.0902 of the Florida Business Corporation Act, relating to control share acquisitions, as each may now exist or hereafter be amended, shall not be applicable to the corporation.

#### ARTICLE VII

(a) The initial board of directors of the corporation shall consist of one (1) persons. The names and addresses of the initial director is:

Name	,	Address
Vernon D. Smith	٠٠٠	1600 S. Federal Highway
		Ft. Pierce, Florida 34950

(b) The number of directors constituting the entire board shall be not less than one (1) nor more than fifteen (15), the exact number of which as may be fixed from time to time by a vote of a majority of the directors then in office, provided that the number of directors shall not be reduced so as to shorten the term of any director then in office, and further provided that the number of directors shall be one (1) until otherwise fixed by a majority of the board.

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# ARTICLE VIII

To the fullest extend permitted by Florida law, as it now exists or as it may hereafter be amended or supplemented, the corporation shall indemnify any and all persons it shall have the power to indemnify under such law, from and against any and all expenses, liabilities, fines, judgments or other payments permitted thereby. Such indemnification shall not be deemed to be exclusive of any other indemnification to which such persons may be entitled under any bylaw, agreement, vote of stockholders or disinterested directors, or otherwise.

## ARTICLE IX

The name and address of the incorporator of the corporation is Verson D. Smith 1600 S. Federal Highway, Ft. Pierce, Florida 34950.

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IN WITNESS WITTERSOF, the undersigned has method this Articles of Incorporation this 2<sup>nd</sup> day of Jamany 2005.

Vanon D. Smith, hermometer

State of Planisle

County of St. Lucio

BEFORE ME, the undersigned natary public for the State of Florida, personally appeared Varmon D. Smith, known to me to be the param who signed the foregoing Articles of Incorporation, who being by me first duly smorn, deposed and solverwindged that he had read the foregoing institutent, and that the concuted the same fixed for the uses and proposed therein sequenced.

IT WITNESS WHERHOF, I have not harvants my head and efficed any seal this 2"s day of Japaney, 2006.

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#### CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND REGISTERED AGENT

#### DESIGNATION:

Pursuant to the provisions of Section 607.0501, Floride Statutes, HOH Acquisition, Inc. desires to organize under the laws of the State of Florida, and in connection therewith hardby and in its Articles of Incorporation designates Vernon D. Smith as its registered agent, whose address is 1600 S. Federal Highway, Pt. Pierce, Florida 34950, and which address shall also be the registered office of the corporation.

HOH ACQUISITION, INC.

a D. Smith, Incorporator and President

## ACCEPTANCE:

Having been named as registered agent to accept service of process for HOH Acquisition, Inc. the undersigned hereby agrees to act in such especity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the undersigned's duty, and accepts the obligations and duties of Section 607.030). Florida Statutes.

Varuen D. Smith

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