

P95000015318

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(813) 273-4800 FAX (813) 273-4396

February 20, 1995

IN REPLY REFER TO:

Clearwater

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32301

Re: P T INDUSTRIES, INC.

100001413521
-02/23/95--01061--008
***122.50 ***122.50

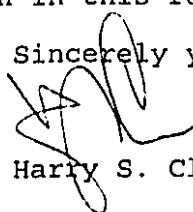
Dear Sir or Madam:

Enclosed please find an original and one (1) copy of Articles of Incorporation for the referenced corporation, together with our check in the amount of \$122.50 representing the require filing fees (\$35 filing fees; \$52.50 certified copy and \$35 registered agent).

If you have any questions, please do not hesitate to contact me; absent hearing from you, please return the appropriate confirmation that the articles have been properly filed with the Secretary of State.

Thank you for your cooperation in this regard.

Sincerely yours,


Harry S. Cline

HSC:koh
Enclosures

cc: Ms. Patricia P. Cappiello (w/enc.)

H:\DATA\ATV\HSC\LETTERS\DIVISION.LTR

*6/18/95
2/23/95
95-15318*

*2/23/95
As Kathy, file corp.
name as is. Has been
made aware of similar
filing (P95-7681).*

ADB

FILED
1995 FEB 23 PM 3:15

ARTICLES OF INCORPORATION
OF
P T INDUSTRIES, INC.

FILED
1985 FEB 23 PM 3:15
TALLAHASSEE, FLORIDA

ARTICLE I

Name and Address

The name of this corporation is P T INDUSTRIES, INC., whose place of business is located at 3399 Shore Drive, Largo, FL 34641.

ARTICLE II

Duration

The term of existence of this corporation shall be perpetual.

ARTICLE III

Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

Capital Stock

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares at One Dollar(s) (\$1.00) par value common stock, which shall be designated "common shares". The consideration to be paid for each share shall be fixed by the Board of Directors. Common stock of the corporation may be issued as "small business corporation" stock in accordance with a plan or plans under the provisions of Section 1244 of the Internal Revenue Code of 1986.

All voting powers of this corporation shall be vested in the common stock above designated.

ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office of this

corporation is HARRY S. CLINE and the name of the initial registered agent of this corporation at that address is 400 Cleveland Street, Suite 800, Clearwater, FL 34615.

ARTICLE VI

Initial Board of Directors and Officers

This corporation shall have one (1) director and two (2) officers initially. The number of directors and/or officers may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The names and addresses of the initial directors and officers of this corporation are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Troy E. Purcell	3399 Shore Drive Largo, FL 34641	President
Patricia P. Capiello	3399 Shore Drive Largo, FL 34641	Sec/Treas/Director

ARTICLE VII

Incorporators

The name and address of the person(s) signing these Articles is:

<u>Name</u>	<u>Address</u>
Harry S. Cline	400 Cleveland Street Suite 800 Clearwater, FL 34615

ARTICLE VIII

Bylaws

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX

Shareholder Quorum and Voting

Fifty-one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of fifty-one percent (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE X

Powers

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, and, in addition to and not in limitation thereof, this corporation shall have the power to guarantee the performances of obligations of other persons, partnerships, corporations, or other entities.

ARTICLE XI

Indemnification


The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XII

Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 22nd day of February 1995.

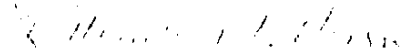


HARRY S. CLINE, Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY, that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, HARRY S. CLINE, to me personally known or who has produced _____ as identification and who did take an oath, and known to me to be the individual described in and who executed the foregoing instrument and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal at Clearwater, said County and State, this 22 day of January, 1995.



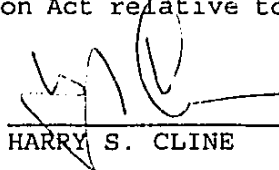
Notary Public
Print Name Kathleen A. O'Hearn
My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXPIRES 01/01/98
PINELLAS COUNTY, FLORIDA

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

ACKNOWLEDGMENT:

Having been named to accept service for process for HARRY S. CLINE at the place designated in this Certificate, I hereby accept and agree to act in said capacity and agree to comply with the provisions of the Florida Corporation Act relative to keeping open said office.



HARRY S. CLINE