

P95000030010
DEANE & HINTON, P.A.
ATTORNEYS AT LAW

WILLIAM W. DEANE
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6416 9TH STREET NORTH
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March 27, 1995

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Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

800001444758
-03/31/95-501041-001
***\$70.00 ***\$70.00

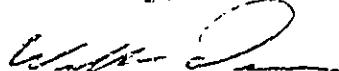
RE: T.P. Corporation

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation for T.P. Corporation for filing with the State of Florida. Also enclosed is check in the sum of \$70.00 for the \$35.00 cost of filing articles and the \$35.00 cost of filing the designation of and acceptance by registered agent.

Please furnish a stamped copy of the Articles to the undersigned.

Sincerely,



William W. Deane

/jmb
enc

506 3/02
C-71

W95-7223

FILED
MAR 31 1995
MAR 29 1995



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 4, 1995

WILLIAM W. DEANE, ESO.
6416 9TH ST. N.
P.O. BOX 7473
ST. PETERSBURG, FL 33734

SUBJECT: T. P. CORPORATION
Ref. Number: W9500C007223

We have received your document for T. P. CORPORATION and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6931.

Steven Godfrey
Corporate Specialist

Letter Number: 295A00015187

ARTICLES OF INCORPORATION
OF
TUSH, INC.

RECORDED
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The undersigned, acting as Incorporator, and for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE I
NAME AND PRINCIPAL PLACE OF BUSINESS

The name of this Corporation shall be TUSH, INC. and the initial address of it's principal place of business is 12150 74th Street North, Largo, Florida 34643.

ARTICLE II
TERM OF EXISTENCE

The date when corporate existence shall commence shall be the date of the filing of these Articles of Incorporation by the Office of the Secretary of State of the State of Florida, and the Corporation shall have perpetual existence thereafter.

ARTICLE III
PURPOSE

The general purposes for which the corporation is organized are to transact any and all lawful business permitted under the laws of the State of Florida and the United States, and to do such things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV
CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 500. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V
POWERS

The Corporation shall have all of the statutory powers of a Florida corporation:

- a) To have perpetual succession by its corporate name.
- b) To sue and be sued, complain and defend in its corporate name in all actions or proceedings.

c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof to be impressed, affixed, or in any other manner reproduced.

d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.

e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.

f) To lend money to and use its credit to assist its officers and employees to the full extent permitted by law.

g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

h) To make contracts and guaranties and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.

i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by law within or without this state.

k) To elect or appoint officers and agents of the Corporation and define their duties and fix their compensation.

l) To make and alter By-Laws, not inconsistent with these Articles of Incorporation and the laws of this state, for the administration and regulation of the affairs of the Corporation.

m) To make donations for the public welfare or for charitable, scientific or educational purposes.

n) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and

employees and for any or all of the directors, officers, and employees of its subsidiaries.

o) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise.

p) To have and exercise all powers necessary or convenient to effect its purposes.

ARTICLE VI DISSOLUTION

The corporation may be dissolved on the unanimous recommendation of the board of directors at any special meeting called for that purpose, provided that at a majority of the members of the board are present at such meeting and provided that the holders of not more than forty-nine percent (49%) of the voting stock object to the dissolution in person or by written notice. A committee of at least 2 members shall be thereupon be elected by the board of directors to liquidate the assets of the corporation.

ARTICLE VII REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 12150 74th Street North, Largo, Florida 34643; and the name of the registered agent of the Corporation at that address is JANICE ZOROVICH-HMELAR.

ARTICLE VIII BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors, and there shall be two (2) Directors initially. The number of Directors may be increased from time to time, by By-Laws of the Corporation, but shall never be less than one (2).

The Board of Directors shall elect the following officers, President, Vice President, Treasurer, and Secretary, and such other officers as the By-Laws of this Corporation may authorize the directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

NAME	ADDRESS	OFFICE
JANICE ZOROVICH-HMELAR	12150 74th Street North Largo, FL 34643	President

PAUL B. HMELAR

12150 74th Street North
Largo, FL 34643

Secretary

ARTICLE IX
INCORPORATOR

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

NAME

ADDRESS

JANICE ZOROVICH-HMELAR 12150 74th Street North, Largo, FL 34643

ARTICLE X
SPECIAL PROVISIONS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors of this Corporation.

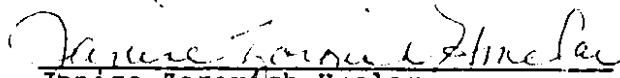
ARTICLE XI
INDEMNIFICATION

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

ARTICLE XII
AMENDMENT

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of shareholders for their vote. Amendments may be adopted by a vote of a majority (fifty-one (51%) percent) of a quorum of shareholders of the Corporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 27th day of March, 1995.


Janice Zorovich-Hmelar

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, JANICE ZOROVICH-HMELAR, who presented FLA. Dr. LICENSE as identification to me as subscriber in and

who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal at St. Petersburg, in Pinellas County, Florida, this 27th day of March, 1995.

Judith M. Buttiglie
Notary Public
My commission **JUDITH M. BUTTIGLIE**
Notary Public, State of Florida
My comm. expires May 17 1997
No. CC 283427

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation, at the place designated herein, I hereby agree to act in this capacity, and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 27th day of March, 1995.

Janice Zorovich-Hmelar
JANICE ZOROVICH-HMELAR

FILED
CLERK OF STATE
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