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TALLAHASSEE, FL 32301  
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9500047126

ACCOUNT NO. : 072100000032

REFERENCE : 621324 132254A

AUTHORIZATION :

COST LIMIT : 9 PPD

ORDER DATE : June 16, 1995

ORDER TIME : 10:44 AM

ORDER NO. : 621324

CUSTOMER NO: 132254A

CUSTOMER: Susan W. Carlson, Esq  
BRONSTEIN CARLSON GLEIM &  
SMITH, P.A.  
Suite 1100  
150 Second Avenue, North  
St. Petersburg, FL 33701

700001515297  
-06/16/95--01051--005  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

EFFECTIVE DATE  
JUN 15 1995

DOMESTIC FILING

NAME: TPH MARKETING, INC. .

**PLEASE NOT THE EFFECTIVE DATE**

XXX ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_\_\_\_ CERTIFIED COPY  
XXX PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
95 JUN 16 PM 3:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. BROWN JUN 16 1995

**EFFECTIVE DATE**

JUN 15 1995

**ARTICLES OF INCORPORATION  
OF  
TPH MARKETING, INC.**

FILED  
95 JUN 16 PM 3:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I.**

**NAME**

The name of this corporation is TPH MARKETING, INC.

**ARTICLE II.**

**PRINCIPAL OFFICE**

The principal office of this corporation and the mailing address of this corporation is 531 Rafael Boulevard Northeast, St. Petersburg, Florida 33704.

**ARTICLE III.**

**DURATION: EFFECTIVE DATE**

This corporation shall exist perpetually, commencing as of June 15, 1995.

**ARTICLE IV.**

**PURPOSES**

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

**ARTICLE V.**

**CAPITAL STOCK**

This corporation shall be authorized to issue two classes of stock: Class A Voting Common and Class B Non-Voting Common. Said classes of stock shall be identical in all respects except that shareholders owning Class B Non-Voting Common stock shall have no

voting rights of any kind or nature whatsoever. The par value and authorized issue of such classes of stock are as follows:

	<u>PAR VALUE</u>	<u>AUTHORIZED ISSUE</u>
Class A Voting Common	\$1.00 per share	1,000 shares
Class B Non-Voting Common	\$1.00 per share	9,000 shares

#### ARTICLE VI.

##### REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this corporation and the street address of the initial Registered Office are Timothy P. Harrington, 531 Rafael Boulevard Northeast, St. Petersburg, Florida 33704.

#### ARTICLE VII.

##### INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation are Timothy P. Harrington, 531 Rafael Boulevard Northeast, St. Petersburg, Florida 33704.

#### ARTICLE VIII.

##### INCORPORATOR

The name and address of the person signing these Articles of Incorporation are Susan W. Carlson, Esquire, 150 Second Avenue N., Suite 1100, St. Petersburg, Florida 33701.

**ARTICLE IX.**

**AMENDMENT**

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

**ARTICLE X.**

**BYLAWS**

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders holding voting stock of the corporation.

**ARTICLE XI.**

**INFORMAL SHAREHOLDER ACTION**

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the Bylaws.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this 15th day of June, 1995.

  
SUSAN W. CARLSON

INCORPORATOR

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**  
**ACKNOWLEDGMENT OF REGISTERED AGENT**

Pursuant to Section 607.0501, Florida Statutes, I agree to act in the capacity of Registered Agent for the above corporation and will comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of 607.0505, Florida Statutes.

Dated this 15<sup>th</sup> day of June, 1995.

                    Z Hgton                    

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SECRETARY OF STATE  
TALLAHESSEE, FLORIDA