

02-07-1996 03:33PM FROM Donald W. Smucker Esq

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TO: DIVISION OF CORPORATIONS

FROM: DONALD W. SMUCKER, ESQ.

DEPARTMENT OF STATE

1776 RINGLING BLVD

STATE OF FLORIDA

SARASOTA FL 34236- 408-0127

409 EAST GAINES STREET

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((H96000001842)))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: SCARECROW & TINMEN, INC.

FAX AUDIT NUMBER: H96000001842

CURRENT STATUS: REQUESTED

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ARTICLES OF INCORPORATION

OF

SCARECROW & TINMEN, INC.

The undersigned incorporator has executed these Articles of Incorporation to establish a corporation (the "Corporation") under the Florida Business Corporation Act (Chapter 607, Florida Statutes).

1. Name. The name of the Corporation is

SCARECROW & TINMEN, INC.

2. Principal Office. The principal office of the Corporation is

1778 Ringling Boulevard
Sarasota, Florida 34238

3. Mailing Address. The mailing address of the Corporation is

1778 Ringling Boulevard
Sarasota, Florida 34238

4. Authorized Shares. The Corporation is authorized to issue ten thousand (10,000) shares of common stock, having no par value.

5. Bylaws. The initial bylaws of the Corporation shall be adopted by the incorporator or the board of directors. The power to alter, amend or repeal any bylaw shall be vested in the shareholders, except to the extent delegated by the shareholders to the board of directors.

6. Registered Agent and Office. The name of the initial registered agent and the address of the initial registered office of the Corporation is

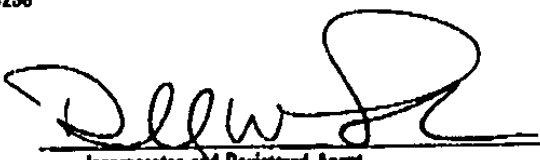
Donald W. Smucker, Esquire
1778 Ringling Boulevard
Sarasota, Florida 34238

By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, and acknowledges that he is familiar with the obligations of that position.

6. Incorporator. The name and address of the incorporator of the Corporation is

Donald W. Smucker, Esquire
1778 Ringling Boulevard
Sarasota, Florida 34238

Dated this 7th day of February, 1996.


Incorporator and Registered Agent

Prepared By and Return To:
DONALD W. SMUCKER, ESQUIRE
1778 Ringling Boulevard
Sarasota, Florida 34238
(813) 386-7855
Florida Bar No. 058712

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TOTAL P.02