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ROLAND D. WALLER  
*Florida Certified Real Estate Lawyer*  
THOMAS W. MITCHELL, JR.

February 28, 1996

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee FL 34314

700001737057  
-03/08/96--01054--009  
\*\*\*\*122.50 \*\*\*\*122.50

RE: IMPERIAL, INC.  
FILE NO. 11480.01

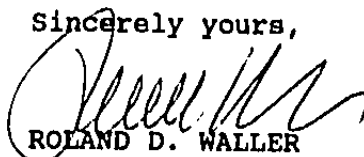
Gentlemen:

Enclosed are an original and one copy of Articles of Incorporation for the above referenced corporation. In addition, a check for \$122.50 is enclosed representing the following fees:

Filing Fee	\$35.00
Certified Copy	\$52.50
Registered Agent Fee	\$35.00

Please file the original Articles of Incorporation and return a certified copy to the undersigned.

Sincerely yours,



ROLAND D. WALLER

RDW/cf  
Enclosures

00502

W96-5387

FILED  
MAR 18 AM 9:34  
SECTION OF STATE  
TALLAHASSEE, FLORIDA

SN MAR 1 9 1996



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 12, 1996

ROLAND D. WALLER  
5332 MAIN ST.  
NEW PORT RICHEY, FL 34652

SUBJECT: IMPERIAL, INC.  
Ref. Number: W96000005387

We have received your document for IMPERIAL, INC. and your check(s) totaling \$122.50. 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) 487-6052.

Sandy Ng  
Document Specialist

Letter Number: 896A00010924

ARTICLES OF INCORPORATION  
OF  
IMPERIAL OF PASCO, INC.

FILED  
26 MAR 10 AM 9:34  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

IMPERIAL OF PASCO, INC.

The address of the principal office of this corporation shall be 6474 Ridge Road, Port Richey, Florida 34668, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 6474 Ridge Road, Port Richey FL 34668, and the name of the initial registered agent of the corporation at that address is CHAD A. MOWERY.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in this Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors is:

Chad A. Mowery  
6130 Alderwood Street  
Spring Hill FL 34606

ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Chad A. Mowery                      6130 Alderwood Street  
Dir./Pres./Sec./Treas.          Spring Hill FL 34606

ARTICLE VIII. PREEMPTIVE RIGHTS

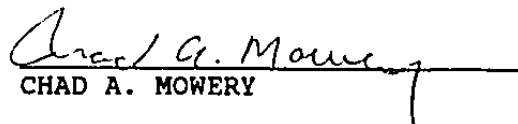
The corporation elects to have preemptive rights.

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:


Chad A. Mowery  
6130 Alderwood Street  
Spring Hill FL 34606

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 28 day of FEBRUARY, 1996.

  
CHAD A. MOWERY

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

CHAD A. MOWERY, having been named as the registered agent for the above corporation for the purpose of accepting service of process at the registered office designated in the foregoing Articles, I hereby accept such appointment and acknowledged that I am familiar with and accept the obligations and responsibilities of such office as provided for in Florida Statutes 607.0505.

  
CHAD A. MOWERY

THIS INSTRUMENT PREPARED BY:  
ROLAND D. WALLER, ESQ.  
WALLER & MITCHELL  
5332 Main Street  
New Port Richey FL 34052  
Telephone: 013/047-2200  
FBN 139706

FBI  
MAY 18 AM 9:34  
TALLAHASSEE, FLORIDA