

P960000 70/33

August 20, 1996

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. Box 6327
Tallahassee, FL 32314

400001829024
-08/21/96--01038--012
***122.50 ***122.50

I am enclosing our check in the amount of \$ 122.50 for the filing of
ARTICLES OF INCORPORATION for CHARTOM, INC. which are enclosed.

Thank You,

Harold W. Morrow

Harold W. Morrow
21004 Lockhart Road
Dade City, FL 33523

PH/22/96

ARTICLES OF INCORPORATION
OF
CHARTOM, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this Corporation is CHARTOM, INC.

The principal office address is 21030 Lockhart Rd.
Dade City, FL 33523

ARTICLE II

The term of existence of this Corporation is perpetual

ARTICLE III

This Corporation is organized to transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

CAPITAL STOCK

This Corporation is authorized to issue 100,000 Shares of No Par common stock.

ARTICLE V

DIRECTORS

This Corporation shall have 3 Directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation, who shall serve until their successors are elected and have qualified, or until removed, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Thomas B. Pearce	1292 Myers Road, Brooksville, FL 34602
Charles B. Morrow	21030 Lockhart Road, Dade City, FL 33523
Jeanne H. Morrow	21030 Lockhart Road, Dade City, FL 33523

Articles of Incorporation of Chartom, Inc.

ARTICLE VI

OFFICERS

The affairs of this Corporation shall be administered by the officers designated by the By-Laws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the shareholders, and they shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors, are as follows:

<u>OFFICE</u>	<u>NAME AND ADDRESS</u>
PRESIDENT	Thomas B. Pearce 1292 Myers Road, Brooksville, FL 34602
VICE PRESIDENT	Charles B. Morrow 21030 Lockhart Road, Dade City, FL 33523
SECRETARY	Jeanne H. Morrow 21030 Lockhart Road, Dade City, FL 33523
TREASURER	Jeanne H. Morrow 21030 Lockhart Road, Dade City, FL 33523

ARTICLE VII

REGISTERED OFFICE AND AGENT

<u>NAME</u>	<u>ADDRESS</u>
Harold W. Morrow	21004 Lockhart Road, Dade City, FL 33523

ARTICLE VIII

INDEMNIFICATION

Every Director and every officer of this Corporation serving this Corporation at its request shall be indemnified by this Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him or her in connection with any proceeding or any settlement of any proceeding to which he or she may be a party or in which he or she may be involved by reason of his or her being or having been a Director or officer of this Corporation, or by reason of his or her serving or having served this Corporation at its request, whether or not he or she is a Director or officer or is serving at the time such expenses or liabilities are incurred; provided that in such cases wherein the Director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his or her duties and also in the event of a settlement, before entry of judgement, the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interests of this Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which that person may be entitled.

ARTICLE IX

BY-LAWS

The first By-Laws of this Corporation shall be adopted by the Board of Directors and may be altered, amended, or recinded in the manner provided by the By-Laws.

Articles of Incorporation of Chartom, Inc.

ARTICLE X

AMENDMENTS

Amendments to the Articles of Incorporation shall be first adopted in resolution form by majority vote of the Board of Directors, who shall direct in its proceeding that the proposed amendment be submitted to a meeting called for that purpose. At the shareholder's meeting, the affirmative vote of the holders of a majority of shares entitled to vote shall be required for adoption of the the proposed amendment.

ARTICLE XI

SUBSCRIBER

The name and address of the Subscriber to these Articles of Incorporation is as follows:

NAME

ADDRESS

Harold W. Morrow

21004 Lockhart Road, Dade City, FL 33523

IN WITNESS WHEREOF, the Subscriber has hereto affixed his signature

on the 20th day of August, 1996

Harold W. Morrow

Articles of Incorporation of Charton, Inc.

STATE OF FLORIDA

COUNTY OF Hernando

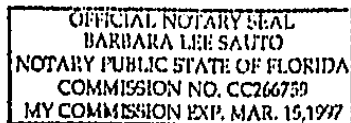
I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State and County aforesaid to take acknowledgements personally appeared

Harold W Morrow

to me known to be the person in and who executed the foregoing instrument for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid

this 20th day of August, 1996



Barbara Lee Sauto
Notary Public - State of Florida

My Commission Expires: 3/15/97

Articles of Incorporation of Chartom, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATION OF ACCEPTANCE OF REGISTERED AGENT

I, Harold W. Morrow, as Registered Agent for
CHARTOM, INC.

do hereby agree to accept Service of Process on behalf of the Corporation, to keep

my office location at 21004 Lockhart Road, Dade City, FL 33523

county of Pasco State of Florida, open during prescribed hours;

and to post my name in some conspicuous place in the above-stated office as required
by law.

Dated: 8-20-96

Harold W. Morrow
Registered Agent