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LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 099544 9632A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : September 26, 1996

ORDER TIME : 10:41 AM

ORDER NO. : 099544

CUSTOMER NO: 9632A

CUSTOMER: Barbara Wagner, Legal Asst
CHARLES S. DAYHOFF, III, ESQ

Suite 150
3830 Tampa Road
Palm Harbor, FL 34684

300001957733
-09/26/96--01031--010
****122.50 ****122.50

DOMESTIC FILING

NAME: HEADFIRST, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 26 PM 2:06

RECEIVED
96 SEP 26 AM 11:37
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 SEP 26 PM 2:06

**ARTICLES OF INCORPORATION
OF
HEADFIRST, INC.**

The undersigned, acting as Incorporator(s) of a corporation under the Florida Business Corporation Act, adopt(s) the following Articles of Incorporation for such corporation:

1. **Name.** The name of this corporation is **HEADFIRST, INC.**
2. **Principal Office/Mailing Address.** The principal office of the corporation is 315 Main Street, Dunedin, Florida 34698. The mailing address of the corporation is 315 Main Street Dunedin, Florida 34698.
3. **Duration.** The period of its duration shall be perpetual.
4. **Purpose.** The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.
5. **Capital Stock.** The corporation is authorized to issue 100 shares, all of one class, at \$1.00 par value.
6. **Initial Registered Office and Agent.** The name and street address of the initial registered agent and office of this corporation is as follows:

CHARLES S. DAYHOFF III
3830 Tampa Road, Suite 150
Palm Harbor, Florida 34684

7. **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 by any amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one (1).

The names and addresses of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
JACOB B. MULLENS	201 Garden Circle Dunedin, FL 34698


8. **Incorporator.** The name and address of the Incorporator signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
JACOB B. MULLENS	201 Garden Circle Dunedin, FL 34698

9. **Amendment of Articles.** 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.


IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 25th day of September, 1996.


JACOB B. MULLENS
INCORPORATOR


CHARLES S. DAYHOFF III
REGISTERED AGENT

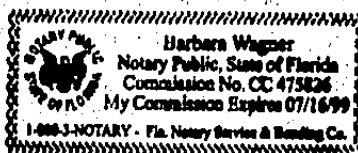
STATE OF FLORIDA)
COUNTY OF PINELLAS)

THE FOREGOING INSTRUMENT was acknowledged before me this 25th day of September, 1996, by JACOB B. MULLENS, who is personally known to me or who has produced a Florida driver's license as identification and who did take an oath.

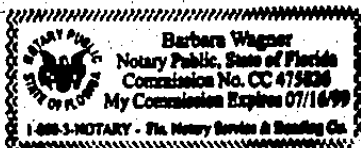

BARBARA WAGNER
Notary Public
State of Florida

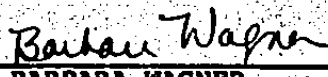
My Commission Expires:

STATE OF FLORIDA)
COUNTY OF PINELLAS)



THE FOREGOING INSTRUMENT was acknowledged before me this 25th day of September, 1996, by CHARLES S. DAYHOFF III, who is personally known to me or who has produced a Florida driver's license as identification and who did take an oath.




BARBARA WAGNER
Notary Public
State of Florida

My Commission Expires:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 SEP 26 PM 2:06

**CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR THE SERVICE OF PROCESS WITHIN THE
STATE OF FLORIDA, AND NAMING THE REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with §§48.091, 607.0501 and 607.0505 of the Florida Statutes, the following is submitted:

1. That HEADFIRST, INC., desiring to qualify under the laws of the State of Florida, with its principal place of business in the City of Dunedin, State of Florida, has named CHARLES S. DAYHOFF III, 3830 Tampa Road, Palm Harbor, Florida 34684, as its Registered Agent to accept service of process within the State of Florida.

DATED: September 25, 1996

HEADFIRST, INC.,
a Florida corporation

By: _____

Jacob B. Williams, Secretary

Having been named to accept service of process for the above stated corporation at the place designated above, 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: September 25, 1996


CHARLES S. DAYHOFF III
REGISTERED AGENT