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TRANSMITTAL LETTER

96 OCT 30 AM 9:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

100001991111--3
-10/30/96--01113--005
*****70.00 *****70.00

SUBJECT: Holwell & Associates, Inc.

I enclose an original and 0 copy(ies) of the Articles of
Incorporation for the above corporation and a check in the amount
of \$70.00.

SIGNED: Charles I. Holwell

From:

Charles I. Holwell
2402 Cedarcrest Pl
Valrico, Fl 33594
(813) 643-0610

PK 11/1/96

ARTICLES OF INCORPORATION

OF

Holwell & Associates, Inc

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be: Holwell & Associates, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2402 Cedarcrest Pl

Valrico, Fl 33594

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 10,000 shares of the par value of \$10.00 each.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Charles I. Holwell

2402 Cedarcrest Pl

Valrico, Fl 33594

ARTICLE V INCORPORATOR

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

Charles I. Holwell

2402 Cedarcrest Pl

Valrico, Fl 33594

The undersigned has executed these Articles of Incorporation this 25 day of OCTOBER 1996.

Charles I. Holwell

Charles I. Holwell, Incorporator

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CERTIFICATE OF DESIGNATION

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REGISTERED AGENT/REGISTERED OFFICE SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: Holwell & Associates, Inc.
2. The name and address of the registered agent and office is:

Charles I. Holwell

2402 Cedarcrest Pl

Valrico, Fl 33594

Signature: Charles I. Holwell

Title: Incorporator

Date: 10/25/96

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature: Charles I. Holwell

Date: _____