



THE UNITED STATES
CORPORATION
COMPANY

P97000007663

ACCOUNT NO. : 072100000032

REFERENCE : 237068 83831A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : January 27, 1997

ORDER TIME : 9:59 AM

ORDER NO. : 237068-005

CUSTOMER NO: 83831A

EFFECTIVE DATE

1-24-97

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-01/27/97--01011--015

***122.50 ***122.50

CUSTOMER: Ms. Debbie Hodges
HODGES FINANCIAL SERVICES

Suite 300
435 E. Sr. 434
Longwood, FL 32750-5219

DOMESTIC FILING

NAME: HOOPLOCK SYSTEMS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS:

FILED
97 JAN 27 PM 2:09
TALLAHASSEE, FLORIDA

RECEIVED
96 JAN 27 AM 10:41
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

KR
1-27-97

ARTICLES OF INCORPORATION
OF
HOOPLOCK SYSTEMS, INC.

EFFECTIVE DATE

1-24-97

FILED
97 JAN 27 PM 2:09
SECRET
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE ONE

The Corporate name is:

HOOPLOCK SYSTEMS, INC.

ARTICLE TWO

PRINCIPAL OFFICE

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

195 S. WESTMONTE DRIVE, SUITE D
ALTAMONTE SPRINGS, FL 32714

ARTICLE THREE

DURATION

The duration of the Corporation is perpetual. The effective date of this Corporation is January 24, 1997.

ARTICLE FOUR

PURPOSE

The Corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporations Act.

ARTICLE FIVE

CAPITAL STOCK

The aggregate number of shares which the Corporation has authority to issue is 10,000, all of which shall be common shares with no par value.

ARTICLE SIX

The street address of the initial Registered Office of the Corporation is 435 East SR-434, Suite 300, Longwood, Florida 32750-5219 and the name of the initial Registered Agent at such address is GEORGE HODGES.

ARTICLE SEVEN

DIRECTORS

The business of the Corporation shall be managed by a Board of Directors consisting of a minimum of one director and a maximum of six directors. The initial Director will be C. E. HOOPER and will so serve until elections are held at the next meeting of the shareholders.

ARTICLE EIGHT

INCORPORATORS

The name and address of the Incorporator is:

GEORGE HODGES
435 EAST SR 434, SUITE 300
LONGWOOD, FLORIDA 32750-5219
(407) 830-6773

The undersigned Incorporator has executed these Articles of Incorporation this 24th day of January, 1997.

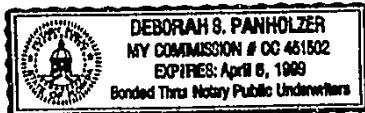

Incorporator, GEORGE HODGES

STATE OF FLORIDA

County of Seminole

On this 24th day of January, 1997, before me personally appeared GEORGE HODGES known to be the person whose name is subscribed to the within instrument, and acknowledged that he has executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.



Deborah S. Panholzer
NOTARY PUBLIC, DEBORAH S. PANHOLZER
#CC451502
My Commission Expires: 4-06-99

CERTIFICATE OF REGISTERED AGENT

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.

The name of the corporation is:

HOOPLOCK SYSTEMS, INC.

The name and address of the registered agent and office is:

GEORGE HODGES
435 East SR 434, Suite 300
Longwood, FL 32750-5219

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 obligation of my position as registered agent.

DATE: This 24th day of January, 1997.

George Hodges
Registered Agent, GEORGE HODGES

FILED
97 JAN 27 PM 2:09
TALLAHASSEE, FLORIDA