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JOHN F. POPE 717 12th Street West Bradenton, FL 34205 (813) 747-5002 FAX (813) 746-2910

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TRANSMITTAL MEMO

TO:

ATTORNEYS TITLE INSURANCE FUNDAVIA FEDERAL EXPRESS

FROM:

JOHN F. POPE

DATE:

JANUARY 31, 1997

RE:

HANCOCK ENTERPRISES, INC.

____ For Your Information

_x__ Documents Enclosed

____ Review and Call Me

____ Sign and Return

300002077493--9 -02/04/97--01163--004 *****70.00 ******70.00

COMMENTS:

ENCLOSED ARE THE FOLLOWING:

- 1. ARTICLES OF INCORPORATION
- 2. CHECK FOR \$70.00 FOR THE FILING FEE

PLEASE FILE WITH THE SECRETARY OF STATE AND FAX US A COPY OF THE CERTIFICATE OF INCORPORATION, RETURNING THE ORIGINAL BY USE. MAIL. ALSO, RETURN THE COPY OF THE ARTICLES WITH THE FILING DATE STAMPED THEREON. WE DO NOT WANT A CERTIFIED COPY.

SHOULD YOU HAVE ANY QUESTIONS, PLEASE DO NOT HESITATE TO LET BE KNOW.

RECEIVED

HANCOCK, TM

ON SECRETARY ED

97 FEB - 1, PN 2:54

ARTICLES OF INCORPORATION

OF

HANCOCK ENTERPRISES, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person, competent to contract, hereby forms a corporation under the Laws of the State of Florida.

ARTICLE I

The name of this corporation shall be Hancock Enterprises, Inc.

ARTICLE II

The corporation may do all acts and things included in all or any of the general powers given private corporations for profit under the laws of the State of Florida.

The corporation may manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services of every class, kind and description.

The corporation may engage in any and all other business purposes not prohibited by the laws of the State of Florida.

ARTICLE III

The maximum numbers of shares of stock that this corporation is authorized to have outstanding at any one time shall be 1,000 shares of common stock having a par value of \$1.00 each.

ARTICLE IV

The amount of capital with which this corporation will begin business is not less than \$1,000.00.

ARTICLE V

This corporation is to exist perpetually.

ARTICLE VI

The address of the initial registered office and the principal address of this corporation is 6501 Gulf Drive, Holmes Beach, Florida 34217, and the name of the initial registered agent is Jeffrey W. Hancock. The Board of Directors may from time to time move the registered office to any other address in Florida.

ARTICLE VII

This corporation shall have two (2) directors, initially.

The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII

The name and address of the members of the first Board of Directors is Jeffrey W. Hancock, 6501 Gulf Drive, Holmes Beach, Florida 34217, and Tammy Fitzgerald, 6501 Gulf Drive, Holmes Beach, Florida 34217.

ARTICLE IX

The name and street address of the subscriber of these Articles of Incorporation is Jeffrey W. Hancock, 6501 Gulf Drive, Holmes Beach, Florida 34217.

ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI

Pursuant to the provisions of Chapter 607.0203, Florida Statutes, 1995, this Corporation shall begin existence upon filing of the Articles herein.

IN WITNESS WHEREOF the undersigned has set forth his hand and seal on January 31, 1997.

Jeffrey W Hancock Subscriber

I, Jeffrey W. Hancock hereby accept designation as Resident Agent,

RESIDENT AGENT

STATE OF FLORIDA COUNTY OF MANATEE

THIS INSTRUMENT WAS acknowledged before me on January 31, 1997, by Jeffrey W. Hancock, who is personally known to me or who has produced a Florida Driver's License as identification and who did (did not) take an oath.

Notary Public Printed name:

My Commission Expires:

Notary Public, Sate of Florida JOHN F. POPE My Comm. Exp. Feb. 17, 1997 Comm. No. CC 439394

hancock.art