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THE UNITED STATES
CORPORATION
COMPANY

RECEIVED

97 FEB -6 PM 2:43

DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 250012 10866A

AUTHORIZATION :

COST LIMIT

Patricia Pijut

ORDER DATE : February 5, 1997

ORDER TIME : 1:18 PM

ORDER NO. : 250012-005

CUSTOMER NO: 10866A

400002080004--4

CUSTOMER: Susan Smith, Legal Assistant
H. STRATTON SMITH, III, P.A.

611 West Azeele Street

Tampa, FL 33606

DOMESTIC FILING

NAME: ABSOLUTE F & D, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

FILED
97 FEB -6 AM 10:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DL
2-7-97

ARTICLES OF INCORPORATION
OF
ABSOLUTE F & D, INC.

FILED
97 FEB -6 AM 10:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

ABSOLUTE F & D, INC.

The address of the principal office of this corporation shall be c/o 611 West Azeele Street, Tampa, Florida 33606, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 12,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 611 West Azeele Street, Tampa, Florida 33606, and the name of the initial registered agent of the corporation at that address is H. Stratton Smith, III.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code.

ARTICLE VII. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set
their hand and seal of Corporation Service Company
on February 6, 1997.

CORPORATION SERVICE COMPANY

By: *Gail Shelby*
Its Agent, Gail Shelby

CLD/dwl

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE WITHIN THE STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First: That ABSOLUTE F & D, INC.,

desiring to organize under the laws of the State of Florida with its principal office as indicated in the articles of incorporation, has named **H. STRATTON SMITH, III**, located at **611 West Azeele Street, Tampa, Florida, 33606**, as agent to accept service of process within this state.

ACKNOWLEDGEMENT: Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By: 

H. Stratton Smith, III

Registered Agent

FILED
97 FEB -6 AM 10 48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA