

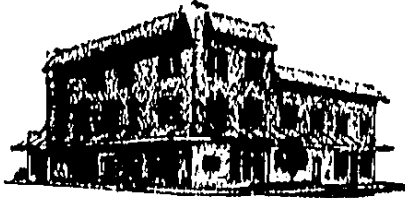
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ROBERT W. HENDRICKSON, III
W. NELSON KIRKLAND



Please Reply To:
Post Office Box 400
Bradenton, Florida 34206-0400

Fax: (941) 746-9229

February 18, 1997

Secretary of State
Corporate Division
Post Office Box 6327
Tallahassee, Florida 32314

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-02/20/97--01026--004

*****122.50 *****122.50

Re: SM-LEASING, INC.

Ladies or Gentlemen:

Enclosed in duplicate are the Articles of Incorporation for the above captioned professional corporation together with the certificate designating the Registered Agent. We also enclose our check in the amount of \$122.50 to cover the following:

1. \$35.00 - Filing Fee
2. \$52.50 - Certified Copy of Articles
3. \$35.00 - Filing Registered Agent Certificate

Subsequent to filing of the enclosed Articles of Incorporation, please forward the certified copy to me at the above letterhead address. Thank you for your cooperation in this matter.

Very truly yours,

HARRISON, HENDRICKSON,
DOUGLASS & KIRKLAND, P.A.

By: 

Darren A. Gillett

DAG:gb
Enclosures

FEB 24

B5B

FILED
91 FEB 20 AM 11:38
TALLAHASSEE, FLORIDA
EFFECTIVE DATE
2-14-97

SM-LEASING, INC.

ARTICLE I - NAME

The name of the corporation shall be: SM-LEASING, INC.

ARTICLE II - EXISTENCE

This corporation shall commence existence on the date of execution and acknowledgment of these Articles.

ARTICLE III - PURPOSE

This corporation may engage in any or all lawful activities or business permitted under the laws of the United States and the provisions of Chapter 607, Florida Statutes as amended from time to time.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of common stock, each having a par value of \$1.00. The stock will be classified as 1244 Stock for Internal Revenue purposes.

ARTICLE V - INITIAL REGISTERED OFFICE
AND AGENT AND INCORPORATOR

The street address of the initial registered office of this corporation is 351 6th Avenue West, Bradenton, Fl. 34205. The principal business office shall be at 351 6th Avenue West, Bradenton, Fl. 34205. The name of the initial registered agent of this corporation at that address is Kimberly L. Graus.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time by the By-Laws but there shall always be at least one director. The name and address of the initial directors of this corporation are:

NAME
John S. Newsome

Michael J. Doyle

ADDRESS
351 6th Ave. West
Bradenton, Fl. 34205

351 6th Ave. West
Bradenton, Fl. 34205

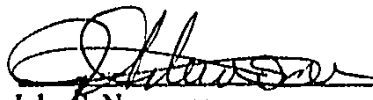
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97 FEB 20 AM 11:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
EFFECTIVE DATE
2-14-97

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is: JOHN S. NEWSOME 351 6th Avenue West, Bradenton, Florida 34205.

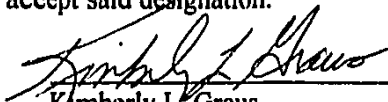
ARTICLE VIII - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law and in accordance with the By-laws of the Corporation.

 date 2/14/97
John S. Newsome

ACCEPTANCE

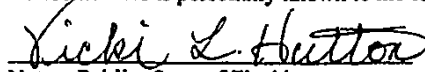
The undersigned, having been designated in the foregoing Articles of Incorporation as Registered Agent, hereby agrees to accept said designation.

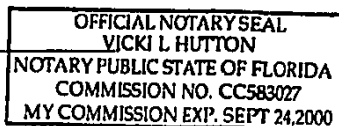
 date 2/14/97
Kimberly L. Graus

STATE OF FLORIDA

COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 14 day of February, 1997 by John S. Newsome who is personally known to me to be the party who executed and acknowledged the foregoing document.

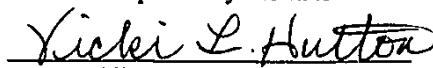

Notary Public, State of Florida
VICKI L. HUTTON
My Commission Expires: _____



STATE OF FLORIDA

COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 14 day of February, 1997 by Kimberly L. Graus who is personally known to me to be the party who executed and acknowledged the foregoing document.


Notary Public, State of Florida
VICKI L. HUTTON
My Commission Expires: _____

