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KATHRYN F. CAUSEY, C.P.A.
Certified Public Accountant
P. O. Box 46
Cedar Key, Fl. 32625-0046
Tel. (352)543-6271 Fax (352)543-9920

February 20, 1997

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Fl. 32314

100002093961--6
-02/21/97--01019--004
*****70.00 *****70.00


Re: Hal Hodges, Inc.

Gentlemen:

Enclosed please find original and one copy of Articles of Incorporation, together with check for \$ 70.00.

This represents the cost of filing fees for incorporation and designation of registered agent.

Most sincerely,


Kathryn F. Causey, C.P.A.

Enclosures

*****Mailing Address of the Corporation*****

P. O. Box 46
Cedar Key, Fl. 3262-0046

***** (352)543-6271 *****

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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FLORIDA CORPORATIONS
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ARTICLES OF INCORPORATION

OF

HAL HODGES, INC.

ARTICLE I. NAME

The name of the corporation shall be Hal Hodges, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business of this corporation shall be 5th Street between F and G Streets, Cedar Key, Fl. 32625 and the mailing address is P. O. Box 46, Cedar Key, Fl. 32625.

ARTICLE III. CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 5,000 shares.


ARTICLE IV. INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Kathryn F. Causey, Jackson's Island, at Highway 24 and Franko Drive in Cedar Key, Florida and her mailing address is P. O. Box 46, Cedar Key, Fl. 32625.

ARTICLE V. INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is Kathryn F. Causey, Jackson's Island at Highway 24 and Franko Drive in Cedar Key, Florida and her mailing address is P. O. Box 46, Cedar Key, Fl. 32625.

The undersigned has executed these Articles of Incorporation this 20th day of February 1997.


Kathryn F. Causey
Incorporator

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CORPORATIONS

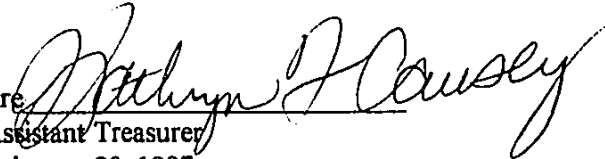
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CERTIFICATE OF DESIGNATION

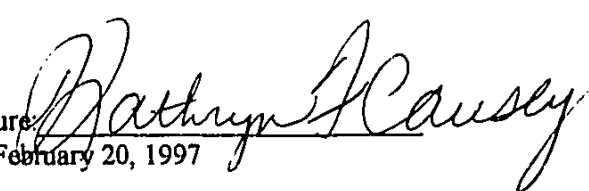
REGISTERED AGENT/REGISTERED OFFICE

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

1. The name of the corporation is Hal Hodges, Inc.
2. The name of the registered agent and office is Kathryn F. Causey, Jackson's Island, Highway 24 at Franko Drive in Cedar Key, Florida and the mailing address is P.O. Box 46, Cedar Key, Fl. 32625.

Signature: 
Title: Assistant Treasurer
Date: February 20, 1997

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: 
Date: February 20, 1997