

SENT BY:CFWESC-FAXROOM

: 3-26-97 :11:39AM :CARLTON,FIELDS-TAMPA- Department of State:# 145

09700002758

3/26/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

11:27 AM

((H97000005020 7)))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: CARLTON, FIELDS, WARD, EMMANUEL, SMITH & CUT

ACCT#: 076077000355

CONTACT: ANNE ELLIS

PHONE: (813)223-7000

FAX #: (813)229-4133

NAME: FREEDOM FINANCE COMPANY

AUDIT NUMBER.....H97000005020

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS...1

PAGES..... 4

CERT. COPIES.....1

DEL.METHOD... FAX

EST.CHARGE... \$131.25

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

Menu: <Ctrl R-Shift>

pcANYWHERE Online

FILED
97 MAR 26 PM 7:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3/26/97
TD

RECEIVED

97 MAR 26 AM 11:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AUDIT NO. H97000005020 7

**ARTICLES OF INCORPORATION
OF
FREEDOM FINANCE COMPANY**

The undersigned, acting as incorporator, hereby forms a corporation under the Florida Business Corporation Act and adopts the following Articles of Incorporation for the Corporation:

ARTICLE I

Name

The name of the corporation (hereinafter referred to as the "Corporation") is:

Freedom Finance Company

ARTICLE II

Principal Offices and Mailing Address

The principal offices and mailing address of the Corporation is 4702 Cortez Road West, Bradenton, Florida 34210.

ARTICLE III

Effective Date

The Corporation shall commence existence on the date these Articles of Incorporation are filed by the Florida Department of State, and the Corporation shall exist perpetually thereafter.

ARTICLE IV

Capital Shares

The total number of shares of capital stock which the Corporation shall have authority to issue is Ten Thousand (10,000) common shares, having a par value of \$0.01 per share ("Common Shares").

ARTICLE V

Initial Registered Agent and Office

The street address of the initial registered office of the Corporation is One Harbour Place, 777 South Harbour Island Boulevard, Tampa, Florida 33602, and the name of its initial registered agent at that address is Richard A. Denmon, Esquire.

Prepared by: Richard A. Denmon, Esquire

Carlton Fields

One Harbour Place

Tampa, FL 33602

(813) 223-7000

Fla. Bar No.848190

T#500129.2

AUDIT NO. H97000005020 7

FILED
97 MAR 26 PM 7:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AUDIT NO. H97000005020 7

ARTICLE VI
Incorporator

The name and mailing address of the sole incorporator is as follows:

<u>Name</u>	<u>Address</u>
Richard A. Denmon	One Harbour Place 777 South Harbour Island Boulevard Tampa, Florida 33602

ARTICLE VII
Purpose

The purpose for which this Corporation is organized is to engage in any lawful act, activity, or business permitted under the laws of the United States or the State of Florida.

ARTICLE VIII
Initial Directors

The Corporation shall have twelve (12) directors initially, each of whom shall serve as a director of the Corporation until the first annual meeting of shareholders and his or her successor is elected and qualified, or until his or her earlier resignation, removal from office, or death. The number of directors of the Corporation thereafter shall be such number as from time to time fixed by, or in the manner prescribed by, the bylaws of the Corporation. The names and mailing addresses of the persons who shall serve as the initial directors are:

<u>Name</u>	<u>Address</u>
Samuel S. Aidlin	5079 Village Gardens Sarasota, FL 34234
Gerald L. Anthony	3907 Royal Palm Drive Bradenton, FL 34210
Ronald L. Larson	3001 Riverview Blvd. Bradenton, FL 34205
Timothy I. Miller	3203 52nd Avenue Dr. Bradenton, FL 34207
Dan E. Molter	7704 19th Avenue, N.W. Bradenton, FL 34209

AUDIT NO. H97000005020 7

Kirk D. Moudy	3711 Del Prado Blvd. Cape Coral, FL 33904
Lindell W. Orr	2020 59th Street West Bradenton, FL 34209
Lynn B. Powell, III	553 Magellan Sarasota, FL 34243
Walter L. Presha	880 33rd Street East Palmetto, FL 34221
J. Gary Russ	10902 Russ Road Myakka City, FL 34241
R. Jay Taylor	932 5th Avenue West Palmetto, FL 34221
Edward D. Wyke	219 32nd Street West Bradenton, FL 34205

ARTICLE IX **Indemnification**

No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages to the Corporation or any other person for any statement, vote, decision or failure to act, regarding corporate management or policy, as a director, except to the extent that such exemption from liability or limitation thereof is not permitted under the Florida Business Corporation Act.

The Corporation shall indemnify to the full extent permitted by law any person who is made, or is threatened to be made, a party to any action suit or proceeding (whether civil, criminal, administrative or investigative) by reason of the fact that he or she is or was a director or officer of the Corporation or serves or served any other enterprises at the request of the Corporation. If the Florida Business Corporation Act is amended after the filing of these Articles of Incorporation of which this Article IX is a part to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act as so amended.

Any repeal or modification of the foregoing paragraph by the shareholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

AUDIT NO. H97000005020 7

**ARTICLE X
Amendment**

The Corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation in the manner now or hereinafter prescribed by the laws of the State of Florida. All rights, powers, privileges, and discretionary authority granted or confessed herein upon stockholders or directors are granted or confessed subject to this reservation.

Dated this 26th day of March, 1997.



Richard A. Denmon
Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation: (i) I agree to act in this capacity; (ii) I agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties; and (iii) I accept the duties and obligations of acting as registered agent pursuant to Section 607.0505 of the Florida Business Corporation Act.

Dated this 26th day of March, 1997.



Richard A. Denmon, Esquire,
Registered Agent

FILED
97 MAR 26 PM 7:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA