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May 21, 1997

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

000002131680--4

-05/27/97--01090--002

*****70.00 *****70.00

RE: JOHN C. HOFFMAN, INC.
DATE OF INCORPORATION: June 1, 1997

Gentlemen:

Articles of Incorporation for the above named proposed Florida corporation, and one copy, are enclosed for filing. Also enclosed a check in the amount of \$70.00, representing payment of the following:

Filing Fees : \$35.00
Registered Agent
Designation : 35.00

EFFECTIVE DATE

6-1-97

Please file the Articles of Incorporation and return a copy to my office in the enclosed return envelope.

Thank you for your assistance in this matter.

Sincerely,

William L. Vinson

MAY 29 1:13 PM '97

BSB

FILED
29 MAY 27 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

JOHN C. HOFFMAN, INC.

FILED

97 MAY 27 PM 1:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
6-1-97

I. CORPORATE NAME

The name of this corporation is:

JOHN C. HOFFMAN, INC.

II. PRINCIPAL OFFICE OR MAILING ADDRESS

The principal place of business and the mailing address of this corporation are:

520 S. Pinellas Avenue
Tarpon Springs, FL 34689

III. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

IV. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 7,500 shares of common stock.

V. TERM OF EXISTENCE.

This Corporation shall have perpetual existence, commencing on June 1, 1997.

VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The name and address of the initial Registered Agent of this Corporation are:

JOHN C. HOFFMAN
845 Bayshore Drive
Tarpon Springs, FL 34689

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

VII. BOARD OF DIRECTORS.

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

VIII. INITIAL DIRECTORS.

The names of the initial director of this Corporation and his street address is:

JOHN C. HOFFMAN
845 Bayshore Drive
Tarpon Springs, FL 34689

The person named as initial director shall hold office for the first year of existence of this Corporation or until successor is elected or appointed and has qualified, whichever occurs first.

IX. INCORPORATOR.

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

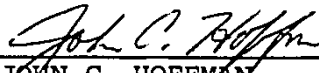
JOHN C. HOFFMAN
845 Bayshore Drive
Tarpon Springs, FL 34689

X. AMENDMENT.

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 at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain

amendment of these Articles of Incorporation be made.

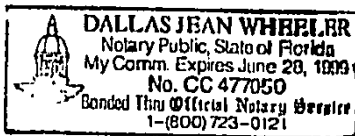
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 20 day of May, 1997.



JOHN C. HOFFMAN
Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing Articles of Incorporation was acknowledged before me this 20 day of May, 1997, by John C. Hoffman, who is personally known to me ~~or who has produced~~ _____ as ~~identification.~~ _____

NOTARY PUBLIC:



sign: 
print: Dallas Jean Wheeler
State of Florida at Large (Seal)
My commission expires:

FILED

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

97 MAY 27 PM 1:50

TALLAHASSEE, FLORIDA

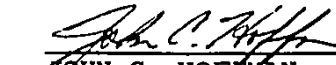
In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That JOHN C. HOFFMAN, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 520 S. Pinellas Avenue, Pinellas County, Florida, has named JOHN C. HOFFMAN, located at 845 Bayshore Drive, Tarpon Springs, FL 34689, which is situate in Pinellas County, Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named as registered agent and designated to accept service of process for the above Corporation, 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.

Date: MAY 20, 1997



JOHN C. HOFFMAN
Registered Agent