

**McManus
&
McManus, P.A.**

Attorneys at Law

R. Bruce McManus, President
Board Certified Estate Planning and Probate Lawyer
Fred J. McManus 1904-1983

Mary Leigh McManus

P 970000062448
July 10, 1997

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

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-07/18/97--01009--008
*****70.00 *****70.00

RE: S. G. Dudenhoefer, Inc.

Dear Representative:

Enclosed is the original and one copy of the Articles of Incorporation for S. G. Dudenhoefer, Inc. Please file the original and forward one filed copy to my office in the envelope provided. A check in the amount of \$70.00 is enclosed to cover this request. If you need any additional documentation please let me know.

Thank you for your assistance in this matter.

Very truly yours,

McMANUS & McMANUS, P.A.

Mary McManus

Mary McManus

MM:jr
Enclosures

FILED
97 JUL 18 PM 12:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[Handwritten signature]
7/18/97

ARTICLES OF INCORPORATION
OF
S.G. DUDENHOEFER, INC.

97 JUL 18 PM 12:50
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:

S.G. DUDENHOEFER, INC.

The address of the principal office of this corporation shall be 213 Orangewood Lane, Largo, FL 33770 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 100 shares of common stock with \$100 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation and the name of the initial registered agent of the corporation at that address is Robert F. Dudenhoefer, Sr., 213 Orangewood Lane, Largo, FL 33770.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have a sole Director, initially. The name and address of the initial members of the Board of Directors are:

Suzanne G. Dudenhofer 213 Oranewood Lane
Largo, FL 33770


ARTICLE VII. INCORPORATOR

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

S.G. Dudenhofer
213 Oranewood Lane
Largo, FL 33770

The undersigned incorporator has executed these Articles of Incorporation this

30 day of June, 1997.


Suzanne G. Dudenhofer

CERTIFICATE OF DESIGNATION OF
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 the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: S.G. DUDENHOEFER, INC.

213 Orangewood Lane, Largo, FL 33770

2. The name and address of the registered agent and office is:

Robert E. Dudenhofer, Sr.

213 Orangewood Lane, Largo, FL 33770

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.

Robert E. Dudenhofer, Sr.
Robert E. Dudenhofer, Sr.

6-30-97
Date

FILED
97 JUL 18 PM 12:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA