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JOHNSON BLAKELY

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FLORIDA DIVISION OF CORPORATIONS
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DIVISION OF CORPORATIONS

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: HIGHTOWER PURCHASING, INC.

AUDIT NUMBER.....H97000013222

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

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ARTICLES OF INCORPORATIONOFHIGHTOWER PURCHASING, INC.ARTICLE I - Name and Address

The name of this corporation is HIGHTOWER PURCHASING, INC. The mailing address of the corporation is: 2915 McMullen Booth Road, Suite 510-186, Clearwater, Florida 33761. The address of the corporation's principal office is: 28 Hickory Lane, Safety Harbor, Florida 34695.

ARTICLE II - Duration

This corporation shall have perpetual existence.

ARTICLE III - Capital Stock

This corporation is authorized to issue 10,000 shares of common stock, which shall be designated as "Common Shares." The par value of each share of stock shall be One Cent (\$0.01).

ARTICLE IV - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is: 2915 McMullen Booth Road, Suite 510-186, Clearwater, Florida 33761, and the name of the initial registered agent of this corporation at that address is: Marcia L. Berberich.

ARTICLE V - Incorporator

The name and address of the person signing these Articles are:

<u>Name</u>	<u>Address</u>
Marcia L. Berberich	2915 McMullen Booth Road Suite 510-186 Clearwater, Florida 33761

ARTICLE VI - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.
Michael G. Little, Esq.
911 Chestnut Street, Clearwater, FL 34616
(813) 461-1818
Florida Bar No:0861667

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ARTICLE VII - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 12th day of ~~July~~ ^{August}, 1997.


MARCIA L. BERBERICH

0133507.01

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA**

Pursuant to Fla. Stat. §48.091, HIGHTOWER PURCHASING, INC., desiring to organize under the laws of the State of Florida, hereby designates MARCIA L. BERBERICH, located at 2915 McMullen Booth Road, Suite 510-186, Clearwater, Florida 33761, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Fla. Stat. §48.091(2) relative to maintaining an office for the service of process.


MARCIA L. BERBERICH

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