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August 19, 1997

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

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-08/29/97--01061--008  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: ShütZport, Inc.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for \$78.75 (filing fee and certificate).

FROM: William J. Schuetz  
  
2310 Shipwreck Circle West  
Jacksonville, Florida 32224  
  
(904) 992-8950

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DIVISION OF STATE  
CORPORATIONS  
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**ARTICLES OF INCORPORATION  
OF**

**ShütZport, Inc.**

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

**ARTICLE I - CORPORATE NAME AND ADDRESS**

The name of this Corporation is:

ShütZport, Inc.

The corporate address is:

2310 Shipwreck Circle West  
Jacksonville, Florida 32224

The mailing address is:

2310 Shipwreck Circle West  
Jacksonville, Florida 32224

**ARTICLE II - PURPOSE AND POWERS**

The general purpose or purposes for which the Corporation is initially organized shall be to engage in the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607 of the Florida General Corporation Act; and the Corporation shall have the power to take all action and do all things necessary and proper to carry out the foregoing purposes.

**ARTICLE III - CAPITAL STOCK**

The Corporation is authorized to issue 100 shares of common stock having \$10.00 par value.

**ARTICLE IV - DURATION**

The Corporation shall exist perpetually unless sooner dissolved according to Florida law. The Corporation shall be effective as of the date of the filing.

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#### **ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation in the State of Florida is 2310 Shipwreck Circle West, Jacksonville, Florida 32224, and the name of its initial registered agent at such address is William J. Schuetz. The principal office and mailing address of the Corporation is 2310 Shipwreck Circle, Jacksonville, Florida 32224.

#### **ARTICLE VI - NUMBER OF DIRECTORS**

This Corporation shall have three directors initially. The number of directors may be increased or decreased from time to time, by by-laws adopted by the stockholders, but shall never be less than one.

#### **ARTICLE VII - INITIAL BOARD OF DIRECTORS**

The names and addresses of the initial Board of Directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
STEVEN E. SCHUETZ, Chairman of, the Board of Directors and Vice President	1257 - 79th Street South St. Petersburg, Florida 33707
WILLIAM J. SCHUETZ, President, Secretary and Director	2310 Shipwreck Circle West Jacksonville, Florida 32224
RICHARD J. SCHUETZ, Vice President, Treasurer and Director	671 Lamoka Court Winter Springs, Florida 32708

#### **ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT**

The name and address of the Initial Registered Agent of this corporation is:

WILLIAM J. SCHUETZ	2310 Shipwreck Circle West Jacksonville, Florida 32224
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**ARTICLE IX - CUMULATIVE VOTING FOR DIRECTORS**

At all elections of directors of this Corporation, each stockholder shall be entitled to as many votes as shall equal the number of shares which he is entitled to vote multiplied by the number of directors to be elected; and he may cast all such votes for a single director, or may distribute them among any number of directors to be elected.

**ARTICLE 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 in a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation on the 27 day of August, 1997.

William J. Schuetz

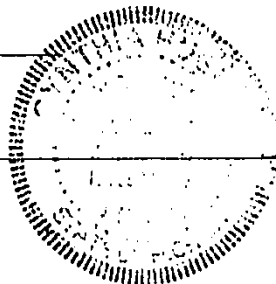
STATE OF FLORIDA:

COUNTY OF Duval.

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of August, 1997, by William J. Schuetz, who is personally known to me/identification #: FLDL 8320930602190 and did not take an oath.

Cynthia Hughes  
Cynthia Hughes

My commission expires: \_\_\_\_\_

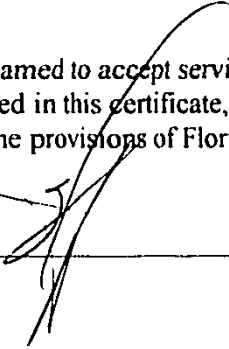


**CERTIFICATE AND ACKNOWLEDGMENT  
OF REGISTERED AGENT  
OF**

**ShütZport, Inc.**

**ACKNOWLEDGMENT**

Having been named to accept services of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

  
*William J. Schultz*

Registered Agent

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