

Corporate Office: 4224 W. Henderson Blvd. Tampa, FL 33629-5611 800-721-2044 Fax: 800-932-4608

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P97000101705

November 28, 1997

Corporate Records Bureau Division of Corporations Attn: Sharon Gibson P.O. Box 6327 Tallahassee, FL 32301

Re: The Hardin Group, Inc.

Dear Sharon:

Enclosed please find an original and a copy of the Articles of Incorporation for the above referenced corporation for filing with your office, along with our check in the amount of \$122.50 to cover filing fees. Please file the Articles and return a conformed copy to me in the preaddressed envelope provided for your convenience.

Should you have any questions or need additional information, please do not hesitate to contact me at (813) 258-0293.

Very truly yours,

J.C. Dominguez
Corporate Counsel

JCD:amw Enclosures 400002362544---1 -12/04/97--01009--006

19. No. 1010 pt 35

ARTICLES OF INCORPORATION

OF

THE HARDIN GROUP, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a Corporation under the Laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation shall be:

THE HARDIN GROUP, INC.

The principal place of business of this Corporation shall be:

4224 W. Henderson Boulevard, Tampa, FL 33629-5611

ARTICLE II. NATURE OF BUSINESS

This Corporation may engage in, or transact, 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 999 shares of common stock having a par value of \$0.01 per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the Corporation shall be: 4224 W.

Henderson Boulevard, Tampa, FL 33629-5611, and the name of the initial Registered Agent of the Corporation at that address is: J. C. Dominguez, Esquire

ARTICLE V. TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this Corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII. SECTION 1244 PROVISION

The stock of this Corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VII. DIRECTORS

This Corporation shall have one director initially. The names and street addresses of the

initial members of the Board of Directors are:

<u>Director</u> <u>Address</u>

Henry C. Hardin, III 4224 W. Henderson Boulevard

Tampa, FL 33629-5611

John Hardin 4224 W. Henderson Boulevard

Tampa, FL 33629-5611

Jacob Hardin 4224 W. Henderson Boulevard

Tampa, FL 33629-5611

ARTICLE X. OFFICERS

The names and addresses of the initial officers of the Corporation who shall hold office for the first year of the Corporation, or until their successors are elected or appointed, are:

Officer Address

Henry C. Hardin, III 4224 W. Henderson Boulevard

Tampa, FL 33629-5611

John Hardin 4224 W. Henderson Boulevard

Tampa, FL 33629-5611

Jacob Hardin 4224 W. Henderson Boulevard

Tampa, FL 33629-5611

ARTICLE XI. SUBSCRIBER

The name and street address of the subscribers to these Articles of Incorporation are:

<u>Name</u>	Address	Shares of Common Stock Issued
Henry C. Hardin, III	4224 W. Henderson Blvd. Tampa, FL 33629-5611	333
John Hardin	4224 W. Henderson Blvd. Tampa, FL 33629-5611	333

the day of November, 1997.	have hereunto set their hands and seals on this
	BY: Neury Hardwift
	Henry C. Hardin, III, President
I hereby am familiar with and accept the dut for said Corporation.	ies and responsibilities as Registered Agent
	BY-/C/omurque
	J. C. Dominguez, Esquire
	Registered Agent
STATE OF FLORIDA	
COUNTRY OF HILLSBOROUGH	
	before me on this the <u>25th</u> day of <u>November</u> , as President of The Hardin Group, Inc.,
who is personally known to me.	A 100 100 100 100 100 100 100 100 100 10
	Sprit M. Williams
	NOTARY PUBLIC APRIC M. WILLIAMS
	(Name of Notary typed, printed)
My commission expires: April M Williams	•