

LARRY CROW
BOARD CERTIFIED
REAL ESTATE ATTORNEY

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MAILING ADDRESS: P.O. DRAWER 909 TARPON SPRINGS, FL 34688-0909

August 6, 1997

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

Re: Articles of Incorporation A&H of Pasco, Inc.

500002362535-0 -12/04/97-01036--006 ******70.00 ******70.00

Dear Sir(s):

Please be advised that we had previously filed the Articles of Incorporation called A&H, Inc., which was returned for unavailability of name. At that time we did not receive our check back for the filing fee and registered agent designation fee and assume you are still holding it under this account number.

I have enclosed herewith new Articles of Incorporation for A&H of Pasco, Inc., a name which is available. I would appreciate it if you would file these Articles accordingly and return them to me.

Thank you for your assistance in this matter.

Very truly yours,

Lawrence D. Crow

LDC:jgc

CRETARY OF STATE

or Tions

ARTICLES OF INCORPORATION

<u>OF</u>

A&H OF PASCO, INC.

The undersigned LAWRENCE D. CROW does hereby make, subscribe, acknowledge and files these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The names of this corporation shall be A&H OF PASCO, INC.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted is for the purpose of a land holding company.

The corporation is organized for the purpose of transacting any and all other lawful business and is organized to do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE III

CAPITAL STOCK

The capital stock of this corporation shall consist of One Thousand (1000) shares of common stock with par value of One Dollar (\$1.00).

The initial stockholders shall be TODD ADAMS and DAVID R. HENDRICK. Initial stock issued shall be Three Hundred (300) shares to TODD ADAMS and Three Hundred (300) shares to DAVID R. HENDRICK.

The 400 shares held by the initial stockholders as listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining stockholders or to this corporation.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered and corporate office of this corporation is 135 Lemon Street, Tarpon Springs, Florida, 34689, and the name of the initial registered agent of this corporation at that address is LAWRENCE D. CROW.

ARTICLE VI

MANAGEMENT OF BUSINESS

All corporate powers shall be exercised by and under the authority of, and the business and affairs of this corporation shall be managed under, the direction of the shareholders of this corporation. This corporation will not have directors.

ARTICLE VII

OFFICERS OF THE CORPORATION

The officers of the corporation shall be DAVID R. HENDRICK President and TODD ADAMS Secretary.

ARTICLE VIII

INCORPORATORS

The name and address of the initial incorporator to these Articles of Incorporation are:

Lawrence D. Crow

135 Lemon Street Tarpon Springs, FL 34689

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this day of May, 1997, by LAWRENCE D. CROW, who is personally known to me or who has produced () a Driver's License or Non-Driver's I.D. issued by Florida or any other U.S. State; () a U.S. Passport or a Foreign Passport stamped by the U.S. Immigration and Naturalization Services; () a U.S. Military I.D.; () a Canadian or Mexican Driver's License issued by an official agency; () for an inmate in custody, an I.D. issued by the Florida Department of Corrections, as identification and who (did)(did not) take an oath.

KAREN H. MIDKIFF
MY COMMISSION # CC367037 EXPIRES
April 25, 1998
BONDED THRU TROY FAIN INSURANCE, INC.

Name: With History Public-State of Florida Commission No.:

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

A&H OF PASCO, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Florida, State of Florida, has named LAWRENCE D. CROW, located at 135 Lemon Street, Tarpon Springs, Florida 34689 as its agent to accept service of process within Florida.

SIGNATURE:

TITLE: INCORPORATOR

DATE:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Lawrence D. Crow

Date

SECRETARY OF STATE DIVISION OF CORPORATION