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LAW OFFICE

OF

ANTHONY W. CAMPISANO

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MEMBER FL AND PA BARS

January 26, 1998

Secretary of State  
Corporate Division  
The Capitol  
Tallahassee, Florida 32304

Re: Hayden and Jones, Inc.

Ladies and Gentlemen:

I have enclosed an original and a copy of the Articles of Incorporation for the above-referenced corporation. In addition, a check in the amount of \$122.50 is enclosed which represents the following fees:

a. Filing Fee	\$ 35.00
b. Certified Copy Fee	\$ 52.50
c. Registered Agent Fee	\$ 35.00
<hr/> Total	<hr/> \$122.50

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\*\*\*\*122.50 \*\*\*\*122.50

Please file the original of the enclosed Articles of Incorporation and return a certified copy to me.

If you have any questions, please do not hesitate to contact me. Thank you.

Very truly yours,

Anthony W. Campisano

AWC/sr  
Enc.

Dmp  
2/3/98

FILED  
98 JAN 30 AM 8:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

HAYDEN AND JONES, INC.

FILED

98 JAN 30 AM 8:53

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporators hereby form a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

HAYDEN AND JONES, INC.

The address of the principal office of this corporation shall be 616 North Echo Drive, Brandon, Florida 33511, 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 businesses 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 1000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 616 North Echo Drive, Brandon, Florida 33511, and the name of the initial registered agent of the corporation at that address is THOMAS A. HAYDEN.

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 limitations set forth in these Articles of Incorporation. This corporation shall have two (2) Directors initially. The names and addresses of the initial members of the Board of Directors are:

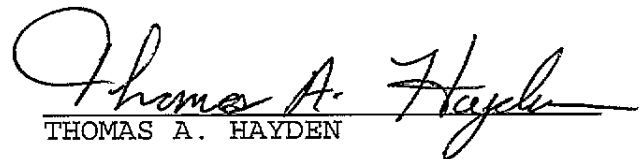
THOMAS A. HAYDEN	616 North Echo Drive, Brandon, Florida 33511
JOSEPH P. JONES	601 Green Cove Drive, Brandon, Florida 33510

ARTICLE VII. INCORPORATORS

The names and street addresses of the incorporators of this corporation are:

THOMAS A. HAYDEN	616 North Echo Drive, Brandon, Florida 33511
JOSEPH P. JONES	601 Green Cove Drive, Brandon, Florida 33510

IN WITNESS WHEREOF, the undersigned incorporators, have hereunto set their hands and seals this 26th day of January, 1998.

  
THOMAS A. HAYDEN

  
JOSEPH P. JONES

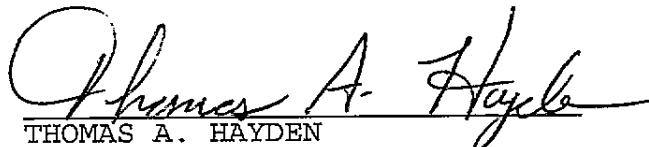
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ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

98 JAN 30 AM 8:53

THOMAS A. HAYDEN, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

  
THOMAS A. HAYDEN