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James G. Farr  
ATTORNEY AT LAW

August 27, 1998

EFFECTIVE DATE  
8-27-98

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-08/31/98--01133--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Secretary of State  
Division of Corporations  
Capitol Building  
Tallahassee, FL 32304

Re: Continental Holdings, Inc.

Dear Sir/Madam:

Enclosed are the Articles of Incorporation, in duplicate, for the subject corporation and my firm check in the amount of \$70.00 to cover the filing fee.

Also enclosed is a certificate required by Sections 48.091 and 607.034, Florida Statutes.

Please file the Articles, certifying them as the Articles of Incorporation of the above corporation and return the enclosed copy at your earliest convenience.

Very truly yours,

*James G. Farr*

JAMES G. FARR

jgf  
encl

*James G. Farr* GAVE  
AUTHOR. PHONE TO  
CORP. NAME *Corp name*  
DATE *9-2-98*  
DOC. EXAM. *CB*

98 AUG 31 AM 11:25  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED

*CB 9-2-98*

EFFECTIVE DATE  
8-27-98

ARTICLES OF INCORPORATION  
OF  
CONTINENTAL HOLDINGS OF TAMPA, INC.

FILED  
98 AUG 31 AM 11:31  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

I, the undersigned, make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be:

CONTINENTAL HOLDINGS OF TAMPA, INC.

ARTICLE II

The general purpose of the corporation shall be to conduct any business or engage in any other activity permitted under the laws of the State of Florida and the United States, whether for profit or otherwise.

ARTICLE III

The corporation shall begin existence as of the date of subscription and acknowledgement hereto and shall have perpetual existence.

ARTICLE IV

The amount of capital with which the corporation will begin business shall not be less than \$500.00.

## ARTICLE V

The amount of capital stock authorized to be issued by the corporation shall be one thousand (1,000) shares of common stock having a par value of one dollar \$1.00 per share. Each of the shares of said stock shall entitle the holder thereof to one vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, property, labor or services at a fair evaluation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be nonassessable. The stock shall be issued pursuant to Section 1244 of the Internal Revenue Code, 1954, as amended.

## ARTICLE VI

The street address of the corporation's initial registered and principal office shall be 5124 W. San Jose Street, Tampa, Florida 33629 and the name of the corporation's initial registered agent at such address is JAMES G. FARR. The corporation may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with the provisions of Section 607.3037 of the Florida Statutes.

## ARTICLE VII

There shall be not fewer than one director of said corporation.

## ARTICLE VIII

The number of directors constituting the initial Board of Directors shall be one and the name and address of the person who is to serve as a member thereof is as follows:

Dennis M. Harker  
5124 W. San Jose Street  
Tampa, Florida 33629

ARTICLE IX

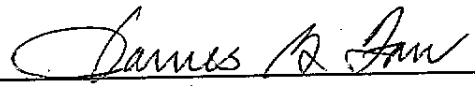
The name and address of the incorporator is as follows:

James G. Farr  
1502 West Fletcher Avenue  
Suite 101  
TAMPA, FLORIDA 33629

ARTICLE X

The holders of the stock of this corporation shall have the preemptive right to subscribe for and purchase their proportionate share of any additional stock issued by the corporation from and after the issuance of the shares originally issued and subscribed for by the stockholders of this corporation, whether such additional shares be issued for cash, property, labor, services or any other consideration, and whether or not such shares be presently authorized or be authorized by subsequent amendment to these Articles of Incorporation.

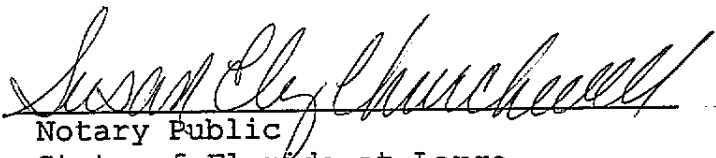
IN WITNESS WHEREOF, I, the undersigned, have executed these Articles of Incorporation for the uses and purposes herein stated, and have hereunto set my hand this 27 day of August, 1998.

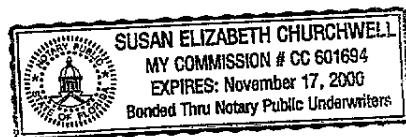
  
James G. Farr

STATE OF FLORIDA                    )  
COUNTY OF HILLSBOROUGH            )

BEFORE ME, the undersigned authority, on this 27 day of August, 1998, personally appeared James G. Farr, being to me well known to be the person described in the foregoing Articles of Incorporation and who is personally known to me or who has produced a drivers license as identification and who did not take an oath and who acknowledged to me that he executed the same for the purposes and considerations therein expressed.

WITNESS MY HAND and official seal the year and day last aforesaid.

  
Notary Public  
State of Florida at Large  
My Commission Expires:



FILED  
98 AUG 31 AM 11:31  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

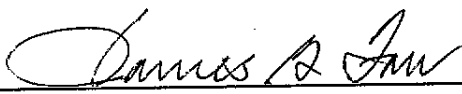
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS  
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is  
submitted, in compliance with said Act.

, INC.  
FIRST: That CONTINENTAL HOLDINGS OF TAMPA desiring to organize under  
the laws of the State of Florida with its principal office, as  
indicated in the Articles of Incorporation at City of Tampa,  
County of Hillsborough, State of Florida, has named James G. Farr  
of Tampa, Florida, as its agent to accept service of process  
within this State.

ACKNOWLEDGEMENT: Having been named as agent 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  
agree to comply with the provisions of said Act relative to  
keeping open said office.

DATED this 27 day of August, 1998.

  
James G. Farr