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TARNISHED HALO, INC.  
1943 Park Avenue  
Tarpon Springs, Florida 35689  
(727) 937-5610

August 31, 1998

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

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-09/02/98--01041--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

EFFECTIVE DATE  
8-29-98

Re: Filing of Articles of Incorporation  
TARNISHED HALO, INC.

Dear Sir or Madam:

Enclosed please find:

1. the original and one copy of the Articles of Incorporation for TARNISHED HALO, INC.
2. Certificate Designating Place of Business
3. a check in the amount of \$70.00, for the filing fee

Please return the stamped copy of the Articles of Incorporation to us at the address above.

Thank you for your cooperation in this matter.

Sincerely,

*Benny E. Anderson*

Benny E. Anderson  
Tarnished Halo, Inc.

BEA/lmw

FILED  
98 SEP -2 AM 8:32  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

CB  
9-9-98  
7

**EFFECTIVE DATE**  
8-29-98

ARTICLES OF INCORPORATION  
OF  
TARNISHED HALO, INC.

**FILED**  
98 SEP -2 AM 8:32  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

I, the undersigned, for the purpose of becoming a corporation under the laws of Florida, by and under the provisions of the Statutes of the State of Florida, providing for formation, liabilities, rights, privileges, and immunities of corporations for profit, file these Articles of Incorporation.

ARTICLE I

The name of the corporation is TARNISHED HALO, INC., located at 1943 Park Avenue, Tarpon Springs, Florida 34689.

ARTICLE II

The general natures of the business or businesses to be transacted is as follows:

SECTION 1: To buy, sell, mortgage, lease, encumber, alienate, or otherwise deal in real property or personal property, including the doing of any and all business and contracting incidental thereto or connected therewith and the doing and performing of any and all acts or things necessary, proper or convenient for or incidental to furtherance of the carrying out of the powers and purposes herein mentioned.

SECTION 2: To engage in any commercial or industrial enterprise calculated or designed to be profitable to this corporation in conformity with the laws of the State of Florida.

SECTION 3: To generally engage in, do and perform any enterprise, act or vocation that a natural person might do or perform.

SECTION 4: To engage in and carry on any business or businesses and every act or deed pertaining thereto, either directly or indirectly, which is not prohibited by the laws of the State of Florida, or in any other state in the United States or in any foreign country. To do any and all things necessary, suitable, useful, proper or admissible for the accomplishment for any one of the purposes or for the attainment of any of the objects or further exercise of the powers herein set forth, whether herein specified or not, either alone or in connection with other firms, individuals, or corporations, either in this state or throughout the United States or elsewhere.

#### ARTICLE III

The foregoing clauses shall be construed both as objects and powers, but no recitation, expression or declaration of specific or special powers or purposes herein enumerated shall be deemed to be exclusive, but it is hereby expressly declared that all other lawful powers not inconsistent herewith are hereby included.

#### ARTICLE IV

Any unissued stock or such additional authorized issue of new stock or of other securities convertible into stock may be issued and disposed of pursuant to the resolution of the Board of Directors to such other persons, firms, corporations or associations and upon such terms as may be deemed advisable by the Board of Directors in the exercise of their discretion.

#### ARTICLE V

The maximum number of shares of stock of this corporation as authorized to have outstanding at any time shall be one thousand (1,000) shares of one dollar (\$1.00) (par value), unless duly changed in accordance with the laws of the State of Florida. It is the intention of this corporation that this stock issue shall qualify as "Section 1244 stock", as such term is defined in the Internal Revenue Code and the Regulations issued thereunder.

#### ARTICLE VI

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series of that which he/she already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance without fractional shares) at the price at which it is offered to others.

#### ARTICLE VII

The street address of the initial registered office of this corporation in the State of Florida shall be 1943 Park Avenue, Tarpon Springs, Florida 34689, and the name of the initial registered agent of this corporation is BENNY E. ANDERSON. The corporation shall have such other places of business both within and without the State of Florida, and in foreign countries, as may be necessary and convenient.

#### ARTICLE VIII

This corporation shall exist perpetually.

#### ARTICLE IX

This corporation shall have one (1) director initially. The number of directors may be increased from time to time, by By-laws adopted by the stockholders, but shall never be less than one.

#### ARTICLE X

The name and street address of the first Board of Directors of this corporation, who shall hold office until the organizational meeting of this corporation, and until their successors are elected and have qualified, is:

BENNY E. ANDERSON, 1943 Park Avenue, Tarpon Springs, FL 34689

#### ARTICLE XI

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed to the stockholders, and approved at a stockholders' meeting and approved by a majority of the stockholders entitled to vote thereon, unless all the Directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

#### ARTICLE XII

In accordance with F.S. 607.617, the date of the corporate existence of this corporation shall be the date of subscription and

acknowledgment of these Articles of Incorporation provided these Articles of Incorporation are filed by the Department of State within five (5) days, exclusive of legal holidays, after such date. Otherwise, the date of corporate existence shall be upon the filing of these Articles of Incorporation by the Department of State.

IN WITNESS WHEREOF, I the undersigned, being the subscribing incorporator have hereunto placed my hand and seal for the purpose of forming this corporation under the laws of the State of Florida this 29th day of August, 1998.

Benny E. Anderson  
BENNY E. ANDERSON

STATE OF FLORIDA     )  
                                      )  
COUNTY OF PINELLAS    )

BEFORE ME, the undersigned authority, this day, personally appeared BENNY E. ANDERSON, known to me to be the person described as subscriber, who furnished his Florida Driver's License as identification, and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal in the County and State named above, this 29th day of August, 1998.

Lynne Waggoner  
NOTARY PUBLIC  
STATE OF FLORIDA  
My commission expires:



LYNNE M WAGGONER  
My Commission CC434792  
Expires Feb 18, 1999  
Bonded by HAI  
800-422-1555

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

TARNISHED HALO, INC.

FILED  
98 SEP -2 AM 8:38  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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

First - That TARNISHED HALO, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at 1943 Park Avenue, Tarpon Springs, Florida 34689, has named BENNY E. ANDERSON as its agent to accept service of process within this State.

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 agree to comply with the provision of said Act relative to keeping open said office.

Benny E. Anderson  
BENNY E. ANDERSON