

P98000085705

STEVE HODGES DESIGN, INC.
12935 Long View Circle
Jacksonville, Florida 32223

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 OCT -6 AM 8:28

FILED

September 25, 1998

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

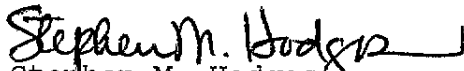
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****122.50 *****78.75

Gentlemen:

Enclosed are the Articles of Incorporation and the Designation and Acceptance of Registered Agent for filing, together with our check in the amount of \$122.50 to cover the filing fee, certified copy charge, designation of registered agent fee, and charter tax.

Also enclosed is a certification copy of the Articles of Incorporation. After certifying this copy, please return it to the address of the Incorporator.

Sincerely,


Stephen M. Hodges
President

Enclosures

W98-22061
SD
10/7



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 28, 1998

STEPHEN M. HODGES
12935 LONG VIEW CIRCLE
JACKSONVILLE, FL 32223

SUBJECT: STEVE HODGES DESIGN, INC.
Ref. Number: W98000022061

We have received your document for STEVE HODGES DESIGN, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$122.50.

The fees for profit and nonprofit, domestic or foreign are as follows:

Filings Fees:	\$35.00
Registered Agent	
Designation	\$35
Certified Copy	\$52.50

Total Fee Due	\$122.50
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Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6924.

Sharon Davis
Document Specialist Supervisor

Letter Number: 698A00048489

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
STEVE HODGES DESIGN, 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 Steve Hodges Designs, Inc.

ARTICLE II: NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, 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 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV: ADDRESS

The street address of the initial registered office of the corporation shall be 12935 Long View Circle, Jacksonville, FL 32223 and the name of the initial Registered Agent for the corporation at that address is Stephen M. Hodges.

ARTICLE V: SPECIAL PROVISIONS

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 may be necessary shall be deemed to have been taken by the appropriate

officers to accomplish this compliance.

ARTICLE VI: TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII: LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII: SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

Stephen M. Hodges

12935 Long View Circle
Jacksonville, Fl. 32223

ARTICLE IX: INCORPORATOR

The name and address of the incorporator is:

Stephen M. Hodges
12935 Long View Circle
Jacksonville, Florida 32223

IN WITNESS WHEREOF, the undersigned has hereunto set his hand
and seal on this 25TH day of September, 1998.

Incorporator: _____

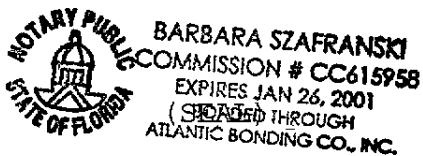
Stephen M. Hodges

Stephen M. Hodges

STATE OF Florida

COUNTY OF Duval

The foregoing instrument was executed and acknowledged before
me this 25 day of September, 19 98.



Barbara Szafranski
Notary Public

State of Florida
My Commission expires:

1/26/01

DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT

FILED
98 OCT - 6 AM 8:28
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

The following is submitted in compliance with the laws of the State of Florida.

Steve Hodges Design, Inc. a corporation organizing under the laws of the State of Florida, with its principal office located at 12935 Long View Circle, Jacksonville, Florida 32223, has named Stephen M. Hodges whose address is 12935 Long View Circle, Jacksonville, Fl. 32223, as its Agent to accept service of process within this State.

ACCEPTANCE

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:

Stephen M. Hodges

STATE OF Florida

COUNTY OF Duval

BEFORE ME, the undersigned authority, this day personally appeared Stephen Hodges, who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that (s)he has executed the same for the purposes expressed herein.

WITNESS my hand and official seal this 25 day of September, 19 98.

Barbara Szafranski
Notary Public
State of Florida
(SEAL)



BARBARA SZAFRANSKI
COMMISSION # CC615958
EXPIRES JAN 26, 2001
BONDED THROUGH
ATLANTIC BONDING CO., INC.

My Commission expires: 1/26/01