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James W. Denhardt

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October 13, 1998

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

RE: HGW Properties, Inc.

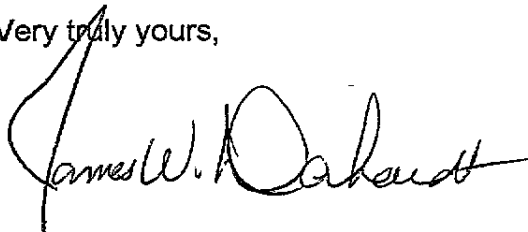
000002664180--3  
-10/15/98-01014-008  
\*\*\*122.50 \*\*\*78.75

Ladies and Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation and Certificate Designating Place of Business for Service of Process Within this State and Naming Agent Upon whom Process May be Served for the above-referenced corporation. Also enclosed is my check in the amount of \$122.50 for your filing fees.

Please return a certified copy to this office.

Very truly yours,



James W. Denhardt

Enclosures

JWD/law

FILED  
98 OCT 15 PM 1:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CB  
10-15-98  
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**ARTICLES OF INCORPORATION**

**OF**

**HGW PROPERTIES, INC.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

**FILED**  
98 OCT 13 PM 1:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE ONE - NAME**

The name of the corporation is HGW PROPERTIES, INC.

**ARTICLE TWO - DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE THREE - PURPOSE**

The purpose for which the corporation is organized is to transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE FOUR - CAPITAL STOCK**

The aggregate number of shares which the corporation has authority to issue is 1,000, all of which shall be common shares with no par value.

**ARTICLE FIVE - PRINCIPAL OFFICE**

The street address of the initial principal office of the corporation is 16400 Gulf Boulevard, #805, Redington Beach, Florida 33708.

**ARTICLE SIX - REGISTERED OFFICE**

The street address of the initial registered office of the corporation is 2700 First Avenue North, St. Petersburg, Pinellas County, Florida 33713, and the name of the initial registered agent at such address is JAMES W. DENHARDT.

**ARTICLE SEVEN - DIRECTORS**

The Board of Directors of the corporation shall consist of not less than one (1) member, nor more than eleven (11) members. The names and addresses of the initial Directors are:

Hans G. Werner, 16400 Gulf Boulevard, #805, Redington Beach, Florida 33708

**ARTICLE EIGHT - INCORPORATOR**

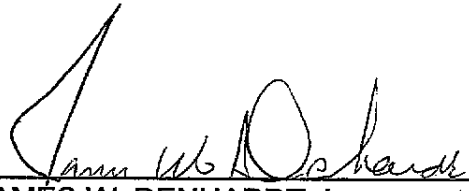
The name and address of the Incorporator are:

James W. Denhardt, 2700 First Avenue North, St. Petersburg, Florida 33713

**ARTICLE NINE - COMMENCEMENT OF EXISTENCE**

The corporation shall be deemed to commence its existence on the date of the filing of these Articles of Incorporation.

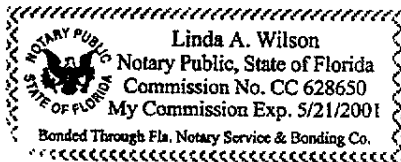
IN WITNESS WHEREOF, I have subscribed my name this 13th day of October, 1998.


  
\_\_\_\_\_  
JAMES W. DENHARDT, Incorporator

STATE OF FLORIDA  
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared JAMES W. DENHARDT, who is personally known to me, who did take an oath, and he acknowledged that he executed the foregoing Articles of Incorporation for the purposes therein expressed.

WITNESS my official hand and seal at St. Petersburg, Pinellas County, Florida, this 13th day of October, 1998.



  
LINDA A. WILSON, NOTARY PUBLIC  
My Commission Expires: 5/21/2001

**Certificate Designating Place of Business for Service of Process Within this State, Naming Agent Upon Whom Process May Be Served**

The following is submitted in compliance with Section 48.091, Florida Statutes:

HGW PROPERTIES, INC. has named JAMES W. DENHARDT, whose address is 2700 First Avenue North, St. Petersburg, Florida, as its agent to accept service of process within this State.

DATED this 13th day of October, 1998.

  
JAMES W. DENHARDT, Incorporator

**ACCEPTANCE**

Having been named to accept service of process for HGW PROPERTIES, INC., I hereby agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 13th day of October, 1998.

  
JAMES W. DENHARDT, Registered Agent

**FILED**  
98 OCT 15 PM 1:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA