

P98000096212
R. MICHAEL DE LOACH, P.A.

ATTORNEYS AT LAW
BRANDON PALMS PROFESSIONAL CENTER
311 EAST ROBERTSON STREET
BRANDON, FLORIDA 33511

R. MICHAEL DeLOACH

TELEPHONE: (813)654-3411
FACSIMILE: (813)654-6912

Board Certified Civil Trial Lawyer
Certified County and Circuit Mediator
Also admitted in New Mexico

November 10, 1998

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

900002685759--0
11/12/98--01061--010
*****78.75 *****78.75

Re: Incorporation of HSG Enterprises, Inc.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation of HSG Enterprises, Inc. together with this law firm's check number 3606 in a total amount of \$78.75 representing applicable fees for incorporation and certification of a copy of the Articles of Incorporation.

Please proceed with the incorporation and have the Articles filed as provided for by law. If you have any questions or comments, please do not hesitate to contact the undersigned directly.

Sincerely,

R: Michael DeLoach

RMD/hld
Enclosure

NOV 12 PM 12:13
25748
NOV 9 1998
JL

ARTICLES OF INCORPORATION

OF

HSG ENTERPRISES, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

HSG ENTERPRISES, INC.

The address of the principal office of this corporation shall be 4015 Drane Field Road, Lakeland, Florida 33811, 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 business 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 1,000 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 4015 Drane Field Road, Lakeland, Florida 33811, and the name of the initial registered agent of the corporation at that address is M. Devon Sellers.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

FILED
98 NOV 12 PM 12:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 limitation set forth in these Articles of Incorporation. This corporation shall have three Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Rickey R. Hanks	12024 Lakeland Acres Road Lakeland, Florida 33810
M. Devon Sellers	1990 De La Palma Bartow, Florida 33830
Michael W. Grammer	2908 Aston Avenue Plant City, Florida 33567

ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

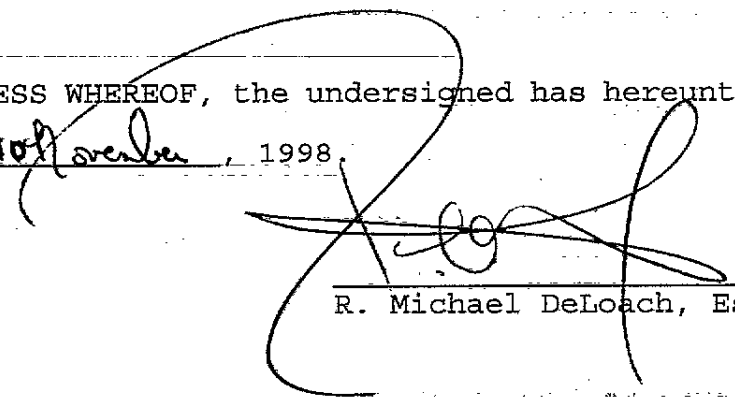
Michael W. Grammer 2908 Aston Avenue Plant City, Florida 33567	- President
Rickey R. Hanks 12024 Lakeland Acres Road Lakeland, Florida 33810	- Vice President
M. Devon Sellers 1990 De La Palma Bartow, Florida 33830	- Secretary/Treasurer

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

R. Michael DeLoach, Esquire
311 East Robertson Street
Brandon, Florida 33511

IN WITNESS WHEREOF, the undersigned has hereunto set his hand
and seal on 10th November, 1998.



R. Michael DeLoach, Esquire

ASSIGNMENT BY THE SOLE INCORPORATOR
OF THE ARTICLES OF INCORPORATION OF
HSG ENTERPRISES, INC.

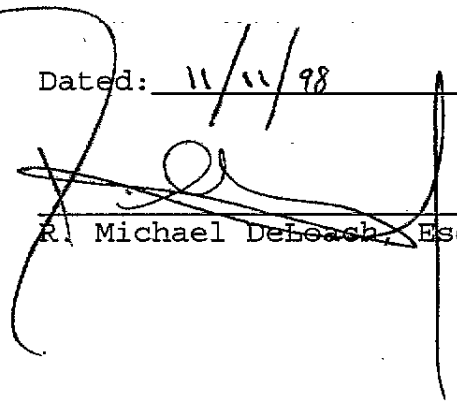
As sole incorporator, for value received, hereby assigns any
and all rights he may have as such incorporator to the following:

Ricky R. Hanks
12024 Lakeland Acres Road
Lakeland, Florida 33810

M. Devon Sellers
1990 De La Palma
Bartow, Florida 33830

Michael W. Grammer
2908 Aston Avenue
Plant City, Florida 33567

Dated: 11/11/98


R. Michael DeLoach, Esquire

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

M. Devon Sellers, 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 positions of Registered Agent of HSG ENTERPRISES, INC. under Section 607.0505, Florida Statutes.

x M. Devon Sellers
M. Devon Sellers

DATE: 11/11/98

FILED

98 NOV 12 PM 12:13

SECRETARY OF STATE
TALLAHASSEE FLORIDA