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HUPP & BRACIAK, INC.

607 West Bay Street
Tampa, FL 33606

November 5, 1998

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****122.50 *****78.75

Division of Corporations
409 East Gaines Street
Tallahassee, Fl 32399

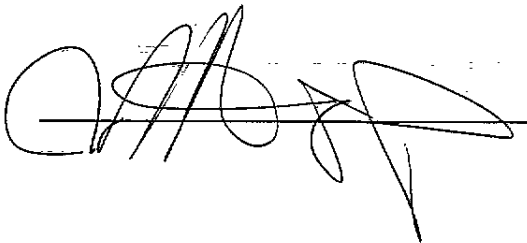
Gentlemen,

Please find enclosed the Articles of Incorporation for

HUPP & BRACIAK, INC.

I have included the original and a copy of the Articles and
a check in the amount of \$122.50 for the basic filing and a
certified copy.

Sincerely yours,

A handwritten signature in black ink, appearing to be "B. Brock", written over a horizontal line.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 30 PM 2:38

B. BROCK DEC 3 1998

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 30 PM 2:38

ARTICLES OF INCORPORATION
OF

HUPP & BRACIAK, 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 this corporation shall be:

HUPP & BRACIAK, Inc.

the principle place of business of this corporation shall be
607 West Bay St., Tampa, Fl 33606

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 7,500 shares of common stock having \$1 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 607 West Bay St., Tampa, Florida 33606, and the name of the initial registered agent at said address is Andrew Hupp.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISION

It is the intent of the incorporator that the corporation may qualify as an S corporation under the Internal Revenue Code. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VII. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Andrew Hupp
Dir/Pres/Sec/Treas

745 Bay Esplanade
Clearwater, FL 33629

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is as follows: Andrew Hupp, 607 West Bay St., Tampa, Florida 33606.

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

Before me, the undersigned authority, personally appeared ANDREW HUPP, who is to me known to be the person described in and who executed the foregoing Articles of Incorporation as Incorporator, and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

In Witness Whereof, I have unto set my hand and seal at Tampa, in said County and State, This 5 day of ~~August~~ 1998.

November 1998

Rosalie G. McGinnis

Notary Public

My Commission Expires



Rosalie G McGinnis

My Commission CC720728

Expires May 14, 1999

Having been named to accept service of process for the above, state corporation at the place designated above, I HEREBY AGREE TO ACT in this capacity and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

November 5, 1998

By: 

ANDREW HUPP
Registered Agent

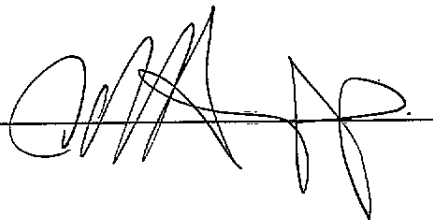
CERTIFICATE OF REGISTERED AGENT

In Compliance with Section 48.091 and 607.034 of the Florida Statutes, the following is submitted:

The HUPP & BRACIAK, INC. desiring to qualify under the laws of the State of Florida, with its principal place of business in the City of Tampa, State of Florida, has Named ANDREW HUPP, 607 West Bay St., Tampa, Florida 33606, as its Registered Agent to accept service of process within the State of Florida.

November 5, 1998

By:

A handwritten signature in black ink, appearing to be 'A. Hupp', written over a horizontal line.

ANDREW HUPP
Subscriber

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