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March 2, 1999

VIA FEDERAL EXPRESS  
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Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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-03/03/99--01049--009  
\*\*\*\*122.50 \*\*\*\*\*78.75

Re: Homeward Bound Corporation


Dear Sir/Madam:

Enclosed please find two executed Articles of Incorporation for Homeward Bound Corporation, together with an Affidavit of Gail M. Frye, President of Homeward Bound Corporation, a dissolved Florida corporation, authorizing use of the corporate name. Please return a certified copy of said Articles to this office for forwarding to our client. If there is any problem, please call me at the above number.

Also enclosed is a check in the amount of \$122.50 for the cost of the filing fee and a certified copy.

Thank you for your assistance in this matter.

Very truly yours,

  
Sidney Werner

SW/db  
enclosures

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99 MAR -3 AM 11:10  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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AFFIDAVIT FOR USE OF CORPORATE NAME

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99 MAR -3 AM 11:10  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority appeared GAIL M. FRYE, personally known to me, who being first duly sworn states as follows:

1. Affiant was the president, member of the last board of directors and a shareholder of HOMEWARD BOUND CORPORATION, a dissolved Florida corporation.
2. The corporation does not intend to be reinstated.
3. This affidavit is prepared for the purpose of allowing GAIL M. FRYE to incorporate a new Florida corporation under the name HOMEWARD BOUND CORPORATION.

  
GAIL M. FRYE

SWORN TO AND SUBSCRIBED before me by GAIL M. FRYE this 2nd day of March, 1999.

[SEAL]

  
NOTARY PUBLIC  
My Commission Expires:



**ARTICLES OF INCORPORATION**  
**OF**  
**HOMEWARD BOUND CORPORATION**

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**ARTICLE I. NAME**

The name of this corporation is **HOMEWARD BOUND CORPORATION**.

**ARTICLE II. CORPORATE ADDRESS**

The principal place of business and mailing address of this Corporation shall be  
1110 - 94th Avenue N., St. Petersburg, FL 33702.

**ARTICLE III - PURPOSE**

This corporation may engage or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other states, county, territory or nation.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 7,500 shares of \$1.00 par value common stock.

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is  
1110 - 94th Avenue N., St. Petersburg, FL 33702, and the name of the initial  
Registered Agent of this corporation at that address is GAIL M. FRYE.

**ARTICLE VI - DURATION**

This corporation shall have perpetual existence, and shall become effective on  
the filing of these Articles of Incorporation.

## ARTICLE VII - DIRECTORS

This corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one. The names and addresses of the initial director of this corporation are:

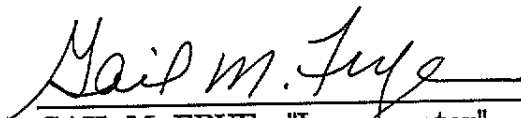
<u>NAME</u>	<u>ADDRESS</u>
Gail M. Frye	2010 Carolina Circle NE St. Petersburg, FL 33703
Marc D. Frye	4325 Chancellor Street NE St. Petersburg, FL 33703
Michael I. Frye	2010 Carolina Circle NE St. Petersburg, FL 33703

## ARTICLE IX - INCORPORATORS

The name and address of the person signing these Articles are:

<u>NAME</u>	<u>ADDRESS</u>
Gail M. Frye	2010 Carolina Circle NE St. Petersburg, FL 33703

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 2 day of March, 1999.

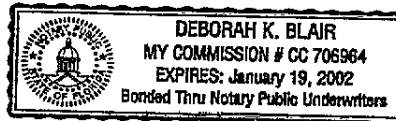
  
\_\_\_\_\_  
GAIL M. FRYE, "Incorporator"

STATE OF FLORIDA  
COUNTY OF PINELLAS

Before me, a Notary Public authorized to take acknowledgements in the State and county set forth above, personally appeared GAIL M. FRYE, known to me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 2 day of March, 1999.

*Deborah K. Blair*  
NOTARY PUBLIC



My Commission Expires:

DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

GAIL M. FRYE, 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 position of Registered Agent under Section 607.0505 Florida Statutes.

*Gail M. Frye*  
GAIL M. FRYE, "Registered Agent"