

P 99000037162

D. L. HODGES
 7026 MARLETT ST
 TAMPA FL 33623

City

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

900002845869--4
 -04/21/99--01047--016
 *****78.75 *****78.75

1. _____
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

- Walk in
 Pick up time _____
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

FILED
 99 APR 21 PM 1:08
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

4/23/99

Examiner's Initials
 [Handwritten Signature]

ARTICLES OF INCORPORATION

OF
DONALD L. HODGES 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 DONALD L. HODGES
ENTERPRISES, INC.

THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE,
2826 MARLETTE STREET, SARASOTA, FLORIDA 34231
AND THE MAILING ADDRESS OF THE CORPORATION SHALL BE THE
SAME.

ARTICLE II. NATURE OF BUSINESS

THIS CORPORATION MAY ALSO 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 100 SHARES OF COMMON STOCK HAVING \$1 PAR VALUE PER SHARE.

ARTICLE IV. REGISTERED OFFICE & AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF
THE CORPORATION SHALL BE: 2826 MARLETTE STREET, SARASOTA,
FLORIDA, 34231
AND THE NAME OF THE INITIAL REGISTERED AGENT OF THE
CORPORATION AT THAT ADDRESS IS DONALD L. HODGES.

ARTICLE V. TERMS OF EXISTENCE

THIS CORPORATION IS TO EXIST PERPETUALLY.

ARTICLE VI. PREEMPTIVE RIGHTS

THE CORPORATION ELECTS TO HAVE PREEMPTIVE RIGHTS.

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TALLAHASSEE, FLORIDA

ARTICLE VII. OFFICERS

THE NAME AND ADDRESS OF THE INITIAL OFFICERS OF THE CORPORATION WHO SHALL HOLD OFFICE FOR THE FIRST YEAR OF THE CORPORATION, OR UNTIL THIER SUCCESSORS ARE ELECTED OR ARE APPOINTED ARE:

PRESIDENT DONALD L. HODGES 2826 MARLETTE STREET
SARASOTA FL 34231
VICE PRES. MICHAEL O. SOUTHER 6011 12TH STREET EAST
BRADENTON FLORIDA 34203
TREASURER JOSEPH W. YOUNG 511 59TH AVENUE EAST
BRADENTON FL 34203


ARTICLE VIII. CUMULATIVE VOTING

AT EACH ELECTION FOR DIRECTORS, ALL OR A DESIGNATED VOTING GROUP OF SHAREHOLDERS ARE ENTITLED TO CUMULATE THEIR VOTE FOR DIRECTORS.

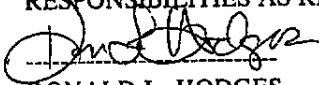
ARTICLE IX. INCORPORATORS

THE NAME AND STREET ADDRESS OF THE INCORPORATORS OF THE CORPORATION ARE:

DONALD L. HODGES 2826 MARLETTE STREET
SARASOTA FLORIDA 34231


DONALD L. HODGES

I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION.


DONALD L. HODGES

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF

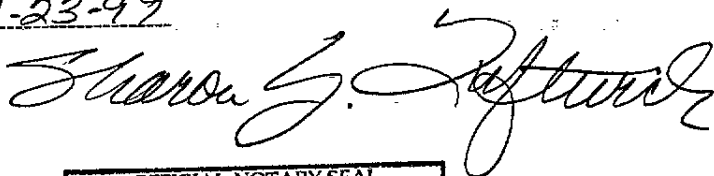
I HEREBY CERTIFY THAT ON THIS DAY BEFORE ME, A NOTARY PUBLIC DULY AUTHORIZED IN THE STATE AND COUNTY LAST AFORESAID TO TAKE ACKNOWLEDGMENTS, PERSONALLY APPEARED,

TO ME KNOWN TO BE THE PERSON DESCRIBED AS INCORPORATOR IN AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION FOR THE USES AND PURPOSES EXPRESSED THEREIN.

WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE NAMED ABOVE THIS : *19th day of April*

1999
MY COMMISSION EXPIRES

NOTARY PUBLIC



OFFICIAL NOTARY SEAL
SHARON Y LEFTWICH
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC451588
MY COMMISSION EXP. APR. 23,1999