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JACOBI. REIBER - ATTORNEY AT LAW

LINSKY & REIBER - TAMPA - WESLEY CHAPEL  
TELEPHONE (813) 973-0883

PINEBROOK PLAZA  
27429 STATE ROAD 54 WEST  
WESLEY CHAPEL, FLORIDA 33544

MAILING ADDRESS:  
POST OFFICE BOX 7055  
WESLEY CHAPEL, FLORIDA 33543-7055

May 5, 1997

Corporation Section, Charter Division  
Secretary of State's Office  
Post Office Box 6327  
Tallahassee, FL 32314

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-05/08/97--01090--001  
\*\*\*\*122.50 \*\*\*\*122.50

Re: 54 ROCKYARD, INC.

Dear Sir or Madam:

Enclosed herewith please find the original and one copy of the Articles of Incorporation of the above referenced proposed corporation, together with our check in the sum of \$122.50 to be broken down as follows:

Filing Fees:	\$35.00
Certified Copy of Articles	52.50
Designation of Registered Agent	<u>35.00</u>
TOTAL	\$122.50

Thank you for your attention to this matter.

Sincerely,

LINSKY & REIBER

*Jacob I. Reiber*  
Jacob I. Reiber, Esquire

97 MAY -8 AM 11:34  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

JIR/clc  
enclosures  
Corp\ArtInc

MAY 12 1997 BSB

**ARTICLES OF INCORPORATION**

of

**54 ROCKYARD, INC.**

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**FILED**

97 MAY -8 AM 11:34

TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the provisions of the statutes of the State of Florida, does hereby adopt the following Articles of Incorporation.

**ARTICLE I**

**NAME**

The name of the corporation is:

**54 ROCKYARD, INC.**

**ARTICLE II**

**DURATION**

This corporation shall have a perpetual existence.

**ARTICLE III**

**PURPOSE**

The general purposes for which this corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the statutes of the State of Florida or to engage in any trade or business which, in the opinion of the Board of Directors of the corporation, can be advantageously carried on in connection with any lawful purpose or business endeavor that the corporation may elect to undertake.

2. To do any and all other things as are incidental, desirable or necessary in order to accomplish any or all of the foregoing purposes of the corporation.

**ARTICLE IV**

**CAPITAL STOCK**

The aggregate number of shares which the corporation is authorized to issue is 1000 shares of stock having a par value of \$1.00. All shares of stock shall be designated as common shares.

**ARTICLE V**

**DIVIDENDS**

The holder(s) of common stock of the corporation shall be entitled to receive dividends from time to time when and as declared by the Board of Directors from the net earnings or from the surplus of the assets over liabilities, including capital of the corporation, but not otherwise. Dividends may be payable either in cash, property, or in shares of the common stock of the corporation.

**ARTICLE VI**

**INITIAL REGISTERED OFFICE AND AGENT  
PRINCIPAL ADDRESS OF CORPORATION**

The street address of the initial registered office of this corporation is 27429 State Road 54 West, Wesley Chapel, Florida 33544, and the name of the initial registered agent of this corporation is Jacob I. Reiber. The address of the principal office of the corporation is 31108 Highway 54 West, Zephyrhills, Florida 33543, and its mailing address is: 31108 Highway 54 West, Zephyrhills, Florida 33543.

**ARTICLE VII**

**INITIAL BOARD OF DIRECTORS**

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors.

The board of directors of the corporation shall consist of five (5) members initially. The number of directors may be increased from time to time as provided for in the bylaws. The initial directors shall be as follows:

Harry Brown  
8340 Fort King Road  
Zephyrhills, Florida 33541

Wendell Jenkins  
17421 Eagle Lane  
Lutz, Florida 33549

James P. Martin  
38942 Inez Avenue  
Zephyrhills, Florida 33540

Joseph T. Davis  
13912 Bridge Port Drive  
Tampa, Florida 33625

William Kilbourn  
533 Suwannee Circle  
Tampa, Florida 33606

**ARTICLE VIII**

**INCORPORATOR**

The name and address of the incorporator of the Articles of Incorporation is:

Harry Brown  
8340 Fort King Highway  
Zephyrhills, Florida 33541

**ARTICLE IX**

**AMENDMENT**

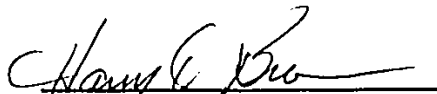
The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Shareholders, and approved at a Shareholder's meeting by a majority of the shareholders entitled to vote thereof, unless all of the Directors and all of the Shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

**ARTICLE X**

**BY-LAWS**

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and Shareholders.

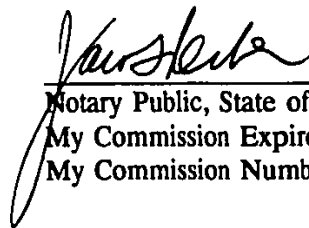
**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes herein stated this 5 day of May, 1997.

  
Harry Brown

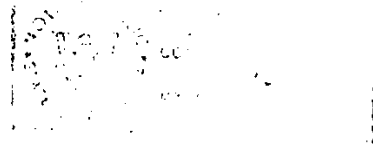
STATE OF FLORIDA  
COUNTY OF PASCO

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized to take acknowledgments personally appeared Harry Brown, as incorporator, to me personally known to be the person described or who has produced NA as identification, and who executed the foregoing Articles of Incorporation.

5<sup>th</sup> WITNESS MY HAND and official seal at Wesley Chapel, Pasco County, Florida, this day of May, 1997.

  
\_\_\_\_\_  
Notary Public, State of Florida  
My Commission Expires:  
My Commission Number is:

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**CERTIFICATE DESIGNATING REGISTERED OFFICE  
FOR THE SERVICE OF PROCESS WITHIN THE STATE  
NAMING REGISTERED AGENT UPON WHOM  
PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

That 54 ROCKYARD, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Zephyrhills, County of Pasco, State of Florida, has named Jacob I. Reiber, as its agent to accept service of process within the state.

Having been named to accept service of process for the above named corporation, at a place designated in the Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of this act relative to keeping open said office.

**REGISTERED OFFICE ADDRESS:**

27429 State Road 54 West  
Wesley Chapel, Florida 34544

BY: \_\_\_\_\_

Jacob I. Reiber

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TALLAHASSEE, FLORIDA  
97 MAY -8 AM 11:34  
FBI