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GLENN RASMUSSEN

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

TSP Institute, Inc.

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ARTICLES OF INCORPORATION
OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TSP INSTITUTE, INC.

The undersigned incorporator adopts the following Articles of Incorporation for the purpose of forming a corporation under the Florida Business Corporation Act:

ARTICLE I. NAME

The name of the corporation is: TSP Institute, Inc.

ARTICLE II. PURPOSE

The corporation may transact any or all lawful business for which a corporation may be incorporated under the Florida Business Corporation Act.

ARTICLE III. MAILING AND PRINCIPAL OFFICE ADDRESS

The mailing address and street address of the principal business office of the corporation are as follows:

235 3rd Street South, Suite 100
St. Petersburg, Florida 33701

ARTICLE IV. CAPITAL STOCK

The corporation is authorized to issue 10,000 shares of common stock, having a par value of \$.01 per share.

ARTICLE V. INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be either increased or decreased from time to time, as provided in the bylaws. The name and street address of the initial director are as follows:

Thomas C. Petillo
7947 11th Avenue South
St. Petersburg, Florida 33707

Evan R. Batoff
100 S. Ashley Drive, Suite 1300
Tampa, FL 33602
(813) 229-3333
Florida Bar No. 25119

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ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent are as follows:

Thomas C. Petrillo
235 3rd Street South, Suite 100
St. Petersburg, Florida 33701

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator are as follows:

Thomas C. Petrillo
7947 11th Avenue South
St. Petersburg, Florida 33707

ARTICLE VIII. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence at the time when these Articles of Incorporation are filed by the Secretary of State.

DATE: October 10, 2002.


Thomas C. Petrillo, Incorporator**ACCEPTANCE OF REGISTERED AGENT**

Having been named as registered agent to accept service of process for the corporation named above at the place designated in these articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in that capacity. The undersigned agrees to comply with the provisions of all statutes relating to the proper and complete performance of HER duties as registered agent. The undersigned is familiar with, and accepts, the obligations of registered agent.

DATE: October 10, 2002.


Thomas C. Petrillo, Registered Agent

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