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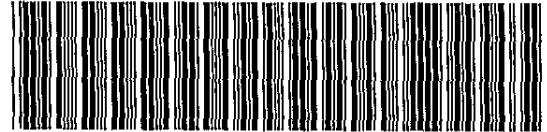
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CAPITAL CONNECTION, INC.

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Paragon - Lerman Corp.

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ARTICLES OF INCORPORATION
OF
PARAGON-LERMAN CORP.

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TALLAHASSEE, FLORIDA
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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 as follows:

PARAGON-LERMAN CORP.

The principal place of business of this corporation shall be 4450 Highway A-1-A, #503, Vero Beach, Florida 32963, and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation shall be formed for the specific purpose of providing services and engaging and transacting in any and all lawful activities or business permitted under the laws of the United States; of the State of Florida; or of any other state, country, territory, or principality.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock having One and No/100 (\$1.00) Dollar par value per share.

The holders of the common shares shall be entitled to:

- (a) vote at all meetings of shareholders;
- (b) receive dividends as and when declared by the Board of Directors of the corporation; and
- (c) receive the remaining property of the corporation upon dissolution, liquidation, or winding-up of the corporation.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be and the name of the initial registered agent of the corporation at that address is **J. ATWOOD TAYLOR, III**, 5070 North Highway A-1-A, Suite 200, Vero Beach, Florida 32963.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VII. SPECIAL PROVISION

This corporation shall be organized, if the shareholder so elects and if the corporation qualifies, to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C. §1361 et seq., and shall take any and all actions necessary to obtain and maintain its status as an S corporation, as defined and as set forth herein.

ARTICLE VIII. OFFICERS AND DIRECTORS

This corporation shall have two (2) officers and two (2) directors, initially. The names and street addresses of the initial officers and directors who shall hold office for the first (1st) year of the corporation, or until successors are elected or appointed, are as follows:

JEWELL LERMAN - Director/President/Secretary
4450 Highway A-1-A, #503
Vero Beach, Florida 32963;

RON LERMAN - Director/Vice President/Treasurer
4450 Highway A-1-A, #503
Vero Beach, Florida 32963.

No amendment to these articles shall be required in the event the shareholders wish to increase or decrease the number of directors. However, the number may never exceed seven (7) directors.

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation are as follows:

ROSSWAY MOORE & TAYLOR
The Oak Point Professional Center
5070 N. Highway A-1-A, Suite 200
Vero Beach, Florida 32963.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 12th day of December, 2003.

ROSSWAY MOORE & TAYLOR

By:



J. ATWOOD TAYLOR, III

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

J. ATWOOD TAYLOR, III, whose address is as follows: 5070 North Highway A-1-A, Suite 200, Vero Beach, Florida 32963, which is the same address as set forth in Article IV hereof, 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*.



J. ATWOOD TAYLOR, III

Date: December 12, 2003

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