

ARTICLES OF INCORPORATION
OF
THE SHAFE GROUP EXCELLERS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as sole incorporator of the State Group Excellers, Inc., under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I

Name and Office

The name of the corporation shall be The Shafe Group Excellers, Inc., and the corporate address shall be 531 Versailles Dr.; Suite 201, Maitland, FL 32751.

ARTICLE III

Duration

The duration of the corporation is perpetual.

ARTICLE III

General Purposes

The purpose of the corporation is to engage in any acts or activities for which a corporation may be organized under Chapter 607 of the Florida Statutes.

ARTICLE IV

Shares

The aggregate number of shares which the corporation shall have authority to issue is One Thousand (1000) consisting of a single class of common stock, \$1.00 par value per share.

ARTICLE V

Initial Registered Office and Agent

The address of the initial Registered Office of the corporation is 531 Versailles Dr.; Suite 201, Maitland, FL 32751, and the initial Registered Agent at such address is Frances Shafe.

ARTICLE VI

Initial Board of Directors

The number of Directors constituting the initial Board of Directors of the corporation is one (1). The number of Directors may be increased or decreased from time to time, but in no event shall the number of Directors be less than one (1). The names of the persons who are to serve as initial Directors until the first annual meeting of the shareholders of the corporation or until such successor Directors are elected and shall qualify are as follows:

Frances Shafe
167 Lakewood Circle
Maitland, FL 32751

ARTICLE VII

Preemptive Rights Granted

Each shareholder of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation.

ARTICLE VIII

Incorporator

The name and address of the sole incorporator of the corporation is: Harris N. Dvores, 200 E. Robinson St.; Suite 1250, Orlando, FL 32801.

IN WITNESS WHEREOF, these articles have been signed by the undersigned incorporator this 18th day of January, 1996.

Harris N. Dvores
Harris N. Dvores, Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 18th day of Jan, 1996 by Harris N. Dvores, who is personally known to me and who executed the foregoing Articles of Incorporation.



TERESA L. ALLIGOOD
My Commission CC310700
Expires Sep. 02, 1997
Bonded by HAI
800-422-1555

Teresa L. Alligood
NOTARY PUBLIC, STATE OF FLORIDA

Teresa L. Alligood
Notary's Name Printed

FILED

ACCEPTANCE OF APPOINTMENT BY
INITIAL RESIDENT AGENT

96 JAN 22 AM 9:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, an individual resident of Florida, having been named in Article V of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the corporation.

DATED, this 18 day of January, 1996.

Frances Shafe
Frances Shafe
Registered Agent