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CSRP ENTERPRISES, INC.  
1386 Fifth Street  
Sarasota, FL 34236  
(941) 365-8877

TRANSMITTAL LETTER

January 3, 1999

9000003090319--0  
-01/06/00--01057--002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

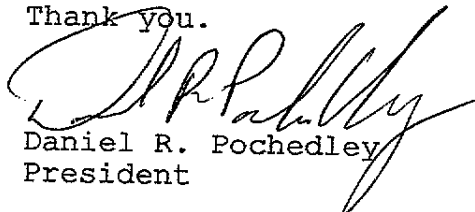
SUBJECT: CSRP ENTERPRISES, INC.

Madam/Sir:

Enclosed are the original and one copy of the Articles of Incorporation for the subject corporation and a check in the amount of \$78.75.

Please send us the certified copy of the filed and stamped copy of the Articles of Incorporation.

Thank you.

  
Daniel R. Pochedley  
President

FILED  
00 JAN -6 AM 10:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION  
OF  
CSRP ENTERPRISES, INC.

ARTICLE I - NAME

The name of this corporation is CSRP ENTERPRISES, INC., and the principal office or mailing address of the corporation is 1386 Fifth Street, Sarasota, FL 34236.

ARTICLE II - DURATION

The corporation shall have perpetual existence commencing on the date of this filing of the Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exist or may be amended.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 1,000 shares of \$1.00 par value common stock which shall be designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which the new shares are offered to others.

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00 JAN -6 AM 10:19  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1386 Fifth Street, Sarasota, FL 34236; the name of the registered agent of this corporation at that address is Daniel R. Pochedley.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The corporation shall have one Director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time in accordance with the By-Laws; however, there shall never be less than one Director nor more than five. The name and address of each member of the initial Board of Directors of the corporation are:

Daniel R. Pochedley  
1386 Fifth Street  
Sarasota, FL 34236

ARTICLE VIII - INCORPORATORS

The name and address of each Incorporator signing these articles is:

Daniel R. Pochedley  
1386 Fifth Street  
Sarasota, FL 34236

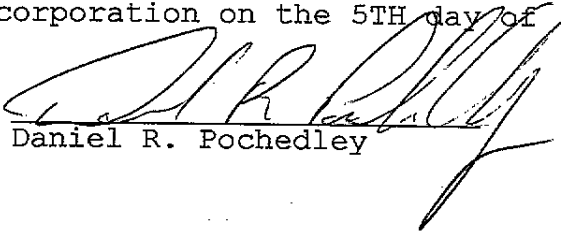
ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

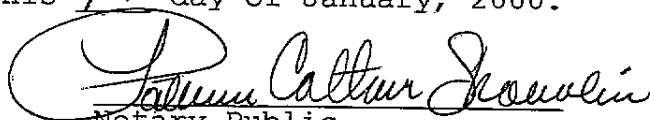
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 5TH day of January, 2000.

  
Daniel R. Pochedley

STATE OF FLORIDA  
COUNTY OF VOLUSIA

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Daniel R. Pochedley, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 4th day of January, 2000.

  
Notary Public  
State of Florida at Large  
My Commission Expires: \_\_\_\_\_

PATRICIA COLTAN SHOVLIN  
Notary Public - State of Florida  
My Commission Expires Jun 30, 2001  
Commission # CC660541

CERTIFICATE DESIGNATING REGISTERED AGENT AND  
PLACE OF BUSINESS OR DOMOCILE FOR THE SERVICE  
OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF  
AGENT UPON WHOM PROCESS MAY BE SERVED

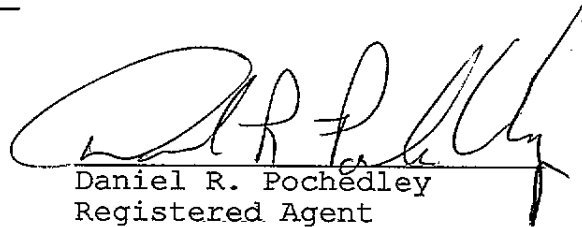
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST, that CSRP ENTERPRISES, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1386 Fifth Street, Sarasota, FL 34236, has named Daniel R. Pochedley, located at 1386 Fifth Street, Sarasota, FL 34236, as its agent to accept service of process within Florida.

SECOND, having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of the Florida law relative to keeping the designated office open.

DATED: 1-4-00

  
Daniel R. Pochedley  
Registered Agent