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TRANSMITTAL LETTER

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314
850-488-9000

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-01/14/00--01046--009
*****70.00 *****70.00

OVERNIGHT DELIVERIES:
409 E. GAINES STREET
TALLAHASSEE, FL 32399

SUBJECT: RAY PARASCANDO, INC.

ENCLOSED IS AN ORIGINAL AND ONE (1) COPY OF THE ARTICLES OF
INCORPORATION

AND A CHECK FOR: \$70.00 (SEVENTY AND 00/100 DOLLARS)

FROM: RAY PARASCANDO
10421 GREENWAY ROAD
NAPLES, FL 34114

DAYTIME TELEPHONE #: 941-793-1608

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 14 PM 5:56

cf 1/24/00

ARTICLES OF INCORPORATION

OF

RAY PARASCANDO, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JAN 14 PM 5:56

THE UNDERSIGNED SUBSCRIBER, A NATURAL PERSON COMPETENT TO CONTRACT, HEREBY PRESENTS THESE ARTICLES OF INCORPORATION FOR THE FORMATION OF A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE ONE
NAME

THE NAME OF THIS CORPORATION SHALL BE: RAY PARASCANDO, INC.

ARTICLE TWO
DURATION

THE DURATION OF THIS CORPORATION SHALL BE PERPETUAL.

ARTICLE THREE
PURPOSE

THE PURPOSE OF THIS CORPORATION IS THE TRANSACTION OF ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

ARTICLE FOUR
STOCK

THE CORPORATION SHALL HAVE AUTHORITY TO ISSUE 100 SHARES OF COMMON STOCK CONSISTING OF ONE CLASS ONLY. THE STOCK SHALL HAVE A PAR VALUE OF \$1.00 PER SHARE.

ARTICLE FIVE
SUBSCRIBERS

THE NAME AND STREET ADDRESS OF THE SUBSCRIBERS OF THE INITIAL ISSUE OF STOCK UNDER THESE ARTICLES OF INCORPORATION IS: RAY PARASCANDO, 10421 GREENWAY ROAD, NAPLES, FL 34114.

ARTICLE SIX

REGISTERED OFFICE AND REGISTERED AGENT

THE STREET ADDRESS OF THE REGISTERED OFFICE SHALL BE:

3136 – 52ND TERR S.W., NAPLES, FLORIDA 34116.

THE NAME OF THE REGISTERED AGENT AT SUCH ADDRESS SHALL BE:

ELAINE B. WHATLEY.

ARTICLE SEVEN

CORPORATION'S PRINCIPAL OFFICE

THE CORPORATION'S PRINCIPAL OFFICE AND MAILING ADDRESS IS:

10421 GREENWAY ROAD, NAPLES, FLORIDA 34114

ARTICLE EIGHT

INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE 1 (ONE) DIRECTOR INITIALLY. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DECREASED FROM TIME TO TIME BY AN AMENDMENT OF THE BYLAWS OF THE CORPORATION IN THE MANNER PROVIDED BY LAW, BUT SHALL NEVER BE LESS THAN 1 (ONE). THE NAME AND ADDRESS OF THE INITIAL DIRECTOR OF THIS CORPORATION IS: RAY PARASCANDO (PRIMARY), 10421 GREENWAY ROAD, NAPLES, FL, 34114.

ARTICLE NINE

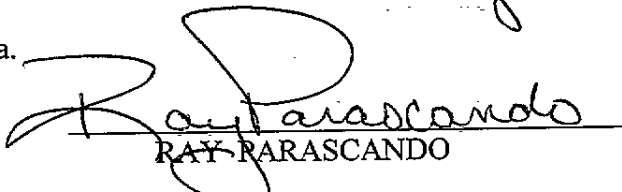
AMENDMENT OF ARTICLES

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED FOR BY LAW.

ARTICLE TEN
INCORPORATORS

THE NAME AND ADDRESS OF THE INCORPORATOR IS: RAY PARASCANDO,
10421 GREENWAY ROAD, NAPLES, FLORIDA 34114.

IN WITNESS WHEREOF, the undersigned has made and subscribed the foregoing
Articles Of Incorporation on this 12TH day of January, 2000, in
Naples, Collier County, Florida.

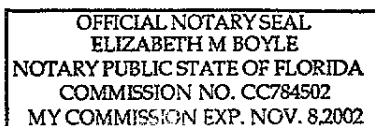

RAY PARASCANDO

STATE OF FLORIDA
COUNTY OF COLLIER

Before me personally appeared RAY PARASCANDO, a married person, known to me to
be the person described in and who executed the foregoing instrument, and acknowledged to and
before me that he executed said instrument for purposes therein expressed.

WITNESS my hand and official seal, this 12 day of Jan, 2000.


NOTARY SIGNATURE



SEAL:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JAN 14 PM 5:56

DESIGNATION OF REGISTERED AGENT

RAY PARASCANDO, the incorporator of RAY PARASCANDO, INC., hereby designates ELAINE B. WHATLEY of 3136-52ND TERR S.W., NAPLES, FLORIDA 34116, to be the registered agent of RAY PARASCANDO, INC. and ELAINE B. WHATLEY by and through this document, hereby accepts the appointment to be registered agent of RAY PARASCANDO, INC.

Elaine B. Whatley
RESIDENT AGENT SIGNATURE

ELAINE B. WHATLEY
PRINTED NAME