

**LAW OFFICES OF DAVID ALLEN BUCK**

13127 SPRING HILL DRIVE  
SPRING HILL, FLORIDA 34609  
(352) 686-7331  
Fax: (352) 686-7455

P0000000/2323

January 19, 2000

Secretary of State  
Division of Corporations  
George Firestone Building  
409 East Gains Street  
Tallahassee, FL 32314

200003123692--8  
-02/04/00--01013--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: FLORIDA FINANCIAL MANAGEMENT GROUP, INC.

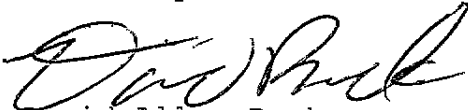
To Whom It May Concern:

Please find the enclosed Articles of Incorporation for the above referenced corporation, together with this firms check in the amount of Seventy and 00/100 dollars (\$70.00) which represents the required filing fee.

Please return a copy of the filed articles to my office at your earliest possible convenience.

If you should have any questions, please do not hesitate to contact me. Thank you for your attention to and assistance in this regard.

Sincerely,

  
David Allen Buck

DAB/em  
Enclosure

FILED  
00 FEB -3 AM 7:51  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

2-4-00  
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ARTICLES OF INCORPORATION  
OF  
**FLORIDA FINANCIAL MANAGEMENT GROUP, INC.**

**FILED**  
00 FEB -3 AM 7:51  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this corporation is **FLORIDA FINANCIAL MANAGEMENT GROUP, INC.**

ARTICLE II - DURATION

As provided in Florida Statutes, Chapter 607, this corporation shall exist in perpetuity.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all business permitted under the laws of the United States and of this state.

ARTICLE IV - ADDRESS OF CORPORATION

The street address of the principal location of the Corporation is 6445 Renwick Circle, Tampa, Florida 33647.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of Common Stock at \$1.00 par value.

**ARTICLE VI - PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 6445 Renwick Circle, Tampa, FL 33647, and the name of the initial registered agent of this corporation at that address is JAMES P. SOLEY.

**ARTICLE VIII - INITIAL BOARD OF DIRECTORS**

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time by the bylaws, but shall never be less than one (1). The name and addresses of the initial directors of this corporation are:

THOMAS WILKINS  
5856 RED CEDAR LANE  
TAMPA, FL 33625

JAMES P. SOLEY  
6445 RENWICK CIRCLE  
TAMPA, FL 33647

ARTICLE IX - INCORPORATORS

The names and addresses of the persons signing these articles are:

THOMAS WILKINS  
5856 RED CEDAR LANE  
TAMPA, FL 33625

JAMES P. SOLEY  
6445 RENWICK CIRCLE  
TAMPA, FL 33647

ARTICLE X - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

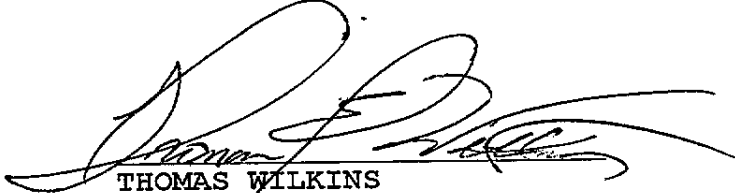
ARTICLE XI - AMENDMENT

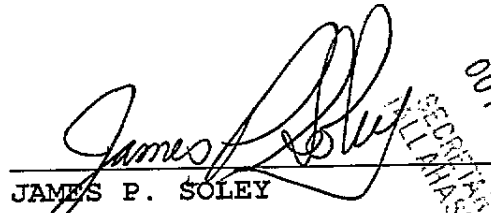
This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XII - INDEMNIFICATION

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all its directors, officers, employees and agents, and former directors, officers, employees and agents from and against all liabilities and obligations, including attorney's fees, incurred in connection with any actions taken or failed to be taken by said directors, officers, employees and agents in their capacity as such, except for willful misconduct or gross negligence.

IN WITNESS WHEREOF, the undersigned subscribers have  
executed these Articles of Incorporation, this 12 day of  
JANUARY  
~~December~~, 2000.

  
THOMAS WILKINS

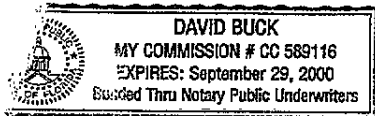
  
JAMES P. SOLEY

FILED  
00 FEB -3 AM 7:51  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

STATE OF FLORIDA  
COUNTY OF HERNANDO

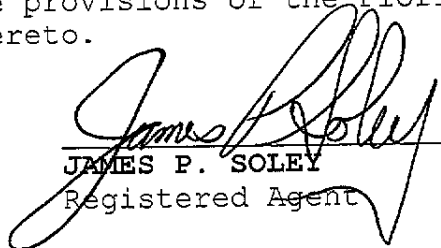
Before me, a notary public authorized to take  
acknowledgments in the state and county set forth above,  
personally appeared **THOMAS WILKINS** and **JAMES P. SOLEY**, known to  
me and known by me to be the person who executed the foregoing  
Articles of Incorporation, and he acknowledged before me that he  
executed those Articles of Incorporation, without taking an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed  
my official seal in the state and county aforesaid, this 7  
day of JANUARY, 2000.



  
NOTARY PUBLIC  
MY COMMISSION EXPIRES: 9-29-00

Having been named registered agent to accept service of  
process for the above-stated corporation, at the place designated  
in the articles, I hereby accept to act in this capacity, and  
agree to comply with the provisions of the Florida Statutes in  
all matters relative thereto.

  
JAMES P. SOLEY  
Registered Agent