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Andrea D. Cleary
Attorney @ Law
1685 Twin Oaks Circle
Oviedo, FL 32765
(407) 977-1359

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 11, 2000

Via: Certified Mail

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-01/20/00-01017--003
*****70.00 *****70.00

Department of Labor
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Incorporation

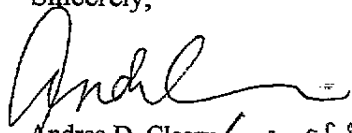
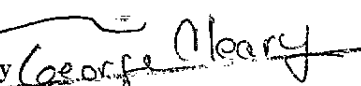
To whom it may concern:

Enclosed please find a check in the amount of \$70.00 that represents the filing fee for the referenced Articles of Incorporation. The check is to be applied as follows:

Filing fee	\$35.00
Registered Agent Designation:	\$35.00
Total	\$70.00

If you have any question, please do not hesitate to contact me.

Sincerely,


Andrea D. Cleary  GAVE

Enclosures

AUTHENTICATED BY NAME TO

CORPORATE RA name

DATE

DOC. ENCL

PH 2/22/2000

W-2150
PH 2/22/2000



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 26, 2000

ANDREA D. CLEARY, ESQ.
1685 TWIN OAKS CIRCLE
OVIEDO, FL 32765

SUBJECT: CLEARY & ASSOCIATES, INC.
Ref. Number: W00000002156

We have received your document for CLEARY & ASSOCIATES, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 100A00003606

**ARTICLES OF INCORPORATION
OF**

~~CLEARY~~ & ASSOCIATES, Inc.

GEORGE A. CLEARY

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

GEORGE A. CLEARY
The name of this corporation is ~~Cleary~~ & Associates Inc.

ARTICLE II - DURATION

This corporation shall exist in perpetuity, commencing at the time of filing these articles with the Department of State.

ARTICLE III - GENERAL PURPOSE

This corporation is organized to engage in any and all lawful business authorized and not prohibited by the Florida General Corporation Act, as the same may be from time to time amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of capital stock, which shall be designated common shares with a zero par value.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal office of this corporation is 1685 Twin Oaks Circle, Oviedo, FL 32765 and the name of the initial registered agent of this corporation is Andrea D. Cleary, Esq.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or decreased from time to time by the by-laws of the corporation or amendment thereto, but shall never be less than one.

The name and address of the initial directors of the this corporation are:

<u>Name</u>	<u>Address</u>
George A. Cleary,	1685 Twin Oaks Circle Oviedo, FL 32765
Andrea D. Cleary,	1685 Twin Oaks Circle Oviedo, FL 32765

**ARTICLES OF INCORPORATION
OF
CLEARY & ASSOCIATES, Inc.**
GEORGE A. CLEARY

ARTICLE VII - INCORPORATOR

The name and address of the person signing these articles is:

George A. Cleary, 1685 Twin Oaks Circle,
Oviedo FL 32765

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors.

ARTICLE IX - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in regular and Special meetings of the Board of Directors by means of conference telephone, as provided by law.

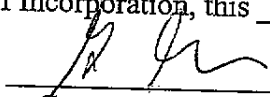
ARTICLE XI - INFORMAL ACTION OF DIRECTORS

If all directors severally or collectively consent to any action taken or to be taken by this corporation and the writings evidencing their consent are filed with the Secretary of this corporation, then the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XII - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned incorporator/subscriber has executed these Articles of Incorporation, this 6TH day of January, 2000



George A. Cleary

ARTICLES OF INCORPORATION
OF
CLEARY & ASSOCIATES, Inc.

GEORGE A. CLEARY

FILED

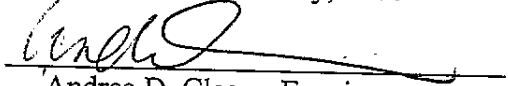
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF HSI DUTIES.

DATES THIS 6TH DAY OF January, 2000


Andrea D. Cleary, Esquire
Registered Agent

STATE OF FLORIDA)

COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 6th day of January 2000, by George A. Cleary, who is personally known to me.

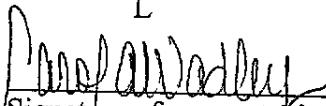
S
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A

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Carol A. Wadley
My Commission CC625400
Expires March 02, 2001


Signature of person taking acknowledgment

CAROL A. Wadley
Name of officer taking acknowledgment

Title or Rank

Serial Number