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FROM: HOLLAND & KNIGHT

FAX NO.: 407 244 5288

03-23-00 08:50 P.01

Florida Department of State
Division of Corporations
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TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.
RICHMOND ACQUISITION COMPANY

Certificate of Status	1
Certified Copy	0
Page Count	03
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**ARTICLES OF INCORPORATION
OF
RICHMOND ACQUISITION COMPANY**

The undersigned incorporator delivers these Articles of Incorporation in order to form a corporation under the Florida Business Corporation Act.

**ARTICLE I
Name**

The name of the Corporation shall be RICHMOND ACQUISITION COMPANY.

**ARTICLE II
Principal Office**

The principal office of the Corporation is located at 200 S. Orange Ave., Suite 2600, Orlando, Florida 32801, and its mailing address is the same.

**ARTICLE III
Corporate Purposes, Power and Rights**

The purpose of the Corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV
Duration of the Corporation**

Existence of the Corporation shall commence on the date all fees are paid and these Articles of Incorporation are filed by the Secretary of State and the Corporation shall exist perpetually unless dissolved according to law.

**ARTICLE V
Authorized Stock**

The total number of shares of capital stock which the Corporation has the authority to issue is 100,000 shares of Common Stock, with a \$.01 par value per share.

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ARTICLE VI
Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be 200 South Orange Avenue, Suite 2600, Orlando, Florida 32801. The initial registered agent of the Corporation at the registered office shall be Joseph J. Van Heyde, II.

ARTICLE VII
Initial Board of Directors

The initial Board of Directors shall consist of one (1) director. The name and address of the person who shall serve as director of the Corporation until the first meeting of shareholders is:

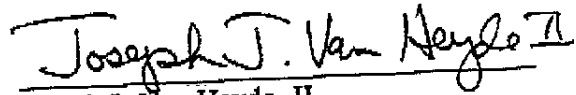
<u>Name</u>	<u>Address</u>
David R. Doeblen	3033 Mercy Drive, Suite A Orlando, Florida 32808

ARTICLE VIII
Incorporator

The name and address of the incorporator of the Corporation is:

<u>Name</u>	<u>Address</u>
Joseph J. Van Heyde, II	200 South Orange Avenue Suite 2600 Orlando, Florida 32801

Executed this 21st day of March, 2000.


Joseph J. Van Heyde, II
Incorporator

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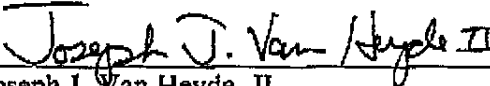
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ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.


Joseph J. Van Heyde, II
Registered Agent

Date: March 21st, 2000.

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