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From:

Account Name : JOHNSON, BLAKELY, POPE, BOKER, RUPPEL & BURNS, P.A.
Account Number : 076666002140
Phone : (727) 461-1818
Fax Number : (727) 441-8617

FLORIDA PROFIT CORPORATION OR P.A.

THE WATTERS GROUP OF TAMPA, INC.

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| Certificate of Status | 1 |
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N. Culligan APR 10 2000



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 7, 2000

JOHNSON, BLAKELY

SUBJECT: THE WATERS GROUP, INC.
REF: W00000009322

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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.

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

THE NAME CONFLICT IS THE WATERS GROUP, INC.

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Neysa Culligan
Document Specialist

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ARTICLES OF INCORPORATION
OF
THE WATTERS GROUP OF TAMPA, INC.

ARTICLE I - Name and Address

The name of this corporation is THE WATTERS GROUP OF TAMPA, INC. The mailing address of the corporation is: Post Office Box 320406, Florida 33679-2406. The address of the corporation's principal office is: 3201 West Parkland Boulevard, Tampa, Florida 33609.

ARTICLE II - Duration

This corporation shall have perpetual existence.

ARTICLE III - Capital Stock

This corporation is authorized to issue 100,000 shares of common stock, which shall be designated as "Common Shares." The par value of each share of stock shall be One Cent (\$0.01).

ARTICLE IV - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is: 3201 West Parkland Boulevard, Tampa, Florida 33609, and the name of the initial registered agent of this corporation at that address is VIRGINIA P. WATTERS.

ARTICLE V - Incorporator

The name and address of the person signing these Articles are:

Name

Address

VIRGINIA P. WATTERS

3201 West Parkland Boulevard
Tampa, Florida 33609

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TALLAHASSEE, FLORIDA

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Prepared by:
Michael T. Cronin, Esquire
911 Chestnut Street
Clearwater, FL 33756
727-461-1818
FL Bar No. 0468841

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ARTICLE VI - Indemnification

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

ARTICLE VII - Amendment

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 10 day of April, 2000.

Virginia P. Watters
VIRGINIA P. WATTERS

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**CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA**

Pursuant to Fla. Stat. §48.091, THE WATTERS GROUP OF TAMPA, INC., desiring to organize under the laws of the State of Florida, hereby designates VIRGINIA P. WATTERS, located at: 3201 West Parkland Boulevard, Tampa, Florida 33609, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Fla. Stat. §48.091(2) relative to maintaining an office for the service of process.

Virginia P. Watters
VIRGINIA P. WATTERS

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Prepared by:
Michael T. Cronin, Esquire
811 Chestnut Street
Clearwater, FL 33756
727-461-1818
FL Bar No. 8469841