

Division of Corporations

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P00000038193

Florida Department of State

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

The Solution Associates Inc.

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April 6, 2000

COOK & KOCH

SUBJECT: THE SOLUTION ASSOCIATES INC.  
REF: W00000009259

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

THE CONFLICT IS THE SOLUTION ASSOCIATES, INC. DOC #K30812.

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Becky McKnight  
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**Fax Audit No. - FL Dept. of State  
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**ARTICLES OF INCORPORATION OF THE SOLUTION ASSOCIATES INC.**

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts and files with the Secretary of State of the State of Florida, the following Articles of Incorporation.

**ARTICLE ONE**

**Name**

The name of the Corporation is The Solution Associates Inc.

**ARTICLE TWO**

**PRINCIPAL OFFICE**

The address of the initial principal place of business of the Corporation is 823 E. River Drive, Tampa Florida 33617. The mailing address of the Corporation is P.O. Box 292803, Tampa, Florida 33687.

**ARTICLE THREE**

**CAPITAL STOCK**

The number of shares of stock that the Corporation is authorized to have outstanding at any one-time is one thousand ("1000"), all of which shall be common shares without par value.

**ARTICLE FOUR**

**INITIAL REGISTERED AGENT AND ADDRESS**

As set for in the registered agent's written acceptance of appointment, which is delivered to the Department of State together with these articles of incorporation, the Corporations' initial registered office is located at One Harbour Place, Suite 200, 777 South Harbour Island Boulevard Tampa, Florida 33602. The Corporation's initial registered agent at that office is Stephen A. Koch.

**ARTICLE FIVE**

**INCORPORATOR**

The name and street address of the incorporators are as follows: Francis E. Farley, 823 E. River Drive, Tampa, Florida 33617, and Charles H. Strange, 823 E. River Drive, Tampa, Florida 33617, and Craig Hartfield, 823 E. River Drive, Tampa, Florida 33617.

**ARTICLE SIX**

**TAX TREATMENT**

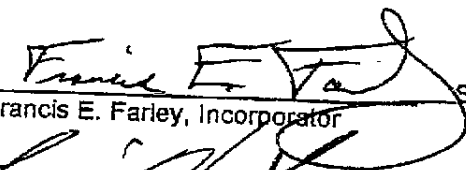
The Corporation is established to operate as a Subchapter "S" corporation, as defined in the code and regulations of the Internal Revenue Service, of the United States of America.

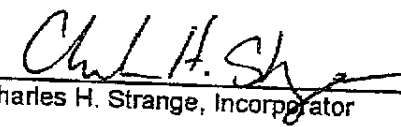
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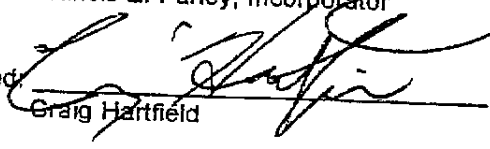
Articles of Incorporation  
Of The Solution Associates Inc.  
Page 2 of 2

Fax Audit No. - FL Dept. of Stat  
(((H00000015497 1)))

The undersigned have executed these Articles of Incorporation this first day of April 2000.

Signed:   
Francis E. Farley, Incorporator

Signed:   
Charles H. Strange, Incorporator

Signed:   
Craig Hartfield

Fax Audit No. - FL Dept. of State

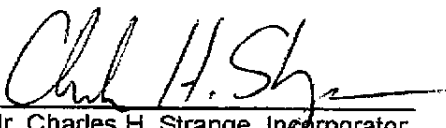
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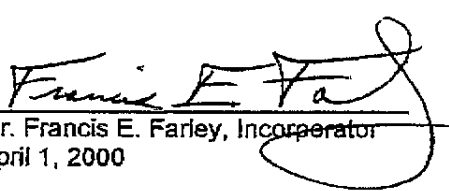
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

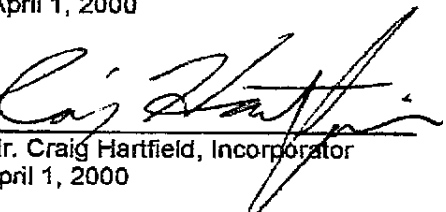
Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered office and registered agent, in the state of Florida

- 1. The name of the Corporation is The Solution Associates Inc.
- 2. The name and address of the registered agent and office of the Corporation is:

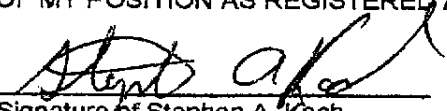
Stephen A. Koch  
 One Harbour Place, Suite 200  
 777 South Harbour Island Boulevard  
 Tampa, Florida, 33602

Signed:   
 Mr. Charles H. Strange, Incorporator  
 April 1, 2000

Signed:   
 Mr. Francis E. Farley, Incorporator  
 April 1, 2000

Signed:   
 Mr. Craig Hartfield, Incorporator  
 April 1, 2000

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.

  
 Signature of Stephen A. Koch

Date: April 1, 2000

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