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Mailing Address
P.O. Box 1353
Bradenton, Florida 34206

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April 4, 2000

Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314

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*****70.00 *****70.00

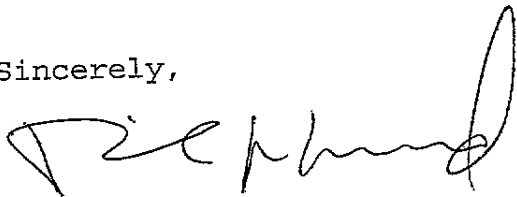
Re: The Roman Group, Inc.

Dear Sir/Madam:

Enclosed please find the original and a copy of the Articles of Incorporation for The Roman Group, Inc., the Certificate of Designation of Registered Agent and my check in the amount of \$70.00.

Please file the Articles and return a stamped copy to me in the enclosed, self addressed envelope.

Sincerely,



Richard W. Wood

FILED
00 APR 11 AM 7:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB
4-18-00
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ARTICLES OF INCORPORATION
OF
THE ROMAN GROUP, INC.
A FLORIDA CORPORATION

FILED
00 APR 11 AM 7:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONE

NAME

The name of the corporation shall be THE ROMAN GROUP, INC.

ARTICLE TWO

DURATION

The term of existence of the Corporation is perpetual; and the corporate existence will commence upon the filing of these articles by the Department of State.

ARTICLE THREE

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

6404 Manatee Ave. W. Suite A
Bradenton, Florida 34209

ARTICLE FOUR

DIRECTORS

There shall be 2 members of the initial Board of Directors of the Corporation. Directors shall be elected annually by majority vote of the shareholders of the corporation.

The names and addresses of the initial Directors are:

DAVID L. ROMAN - 4506 17th St. W., Palmetto, FL 34221

DEBRA J. ROMAN - 4506 17th St. W., Palmetto, FL 34221

ARTICLE FIVE

SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: one thousand (1,000), each having a par value of one dollar (\$1.00).

ARTICLE SIX

REGISTERED OFFICE AND AGENT

The initial registered Office of the Corporation shall be located at 6404 Manatee Avenue W., Suite A, Bradenton, Florida 34209. The initial registered agent of the Corporation at that address shall be DAVID L. ROMAN.

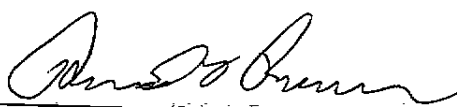
ARTICLE SEVEN

INCORPORATORS

The names and residence address of the subscriber of these Articles of Incorporation is:

DAVID L. ROMAN
4506 17th St. W.
Palmetto, Florida 34221

IN WITNESS WHEREOF, I have subscribed my name this 24th day of March, 2000.



DAVID L. ROMAN

STATE OF FLORIDA
COUNTY OF MANATEE

On this 24th day of March, 2000, before me, the undersigned officer personally appeared DAVID L. ROMAN known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged that he executed the same for the purposes stated therein. He is personally known to me or produced _____ as identification and did not take an oath.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.



TOFELIA D. MIXON
COMMISSION # CC 637169
EXPIRES APR 9, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

Tofelia D. Mixon
Notary Public

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: THE ROMAN GROUP, INC.

2. The name and address of the registered agent and office is:

DAVID L. ROMAN

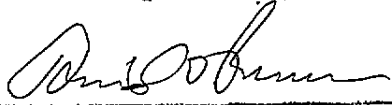
(Name)

6404 Manatee Ave. W. Suite A, Bradenton, FL 34209
(P.O. Box NOT acceptable)

(City/State/Zip)

FILED
00 APR 11 AM 7:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 

DATE 3/24/2000

REGISTERED AGENT FILING FEE: \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314