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McLin Burnse Morrison
Johnson Newman & Roy

PROFESSIONAL
ASSOCIATION

ATTORNEYS AT LAW

FILED

00 APR 10 AM 8:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R. Dewey Burnsed
Christopher V. Carlyle
Stephen W. Johnson
Walter S. McLin, III
G. Michael Mahoney
Fred A. Morrison
Richard P. Newman
Steven M. Roy
Jeffrey P. Skates
Phillip S. Smith

April 6, 2000

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

SUBJECT: Talicorp, Inc.

Enclosed is an **original and one (1) copy** of the Articles of Incorporation and a check for \$78.75 filing fee and certification.

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*****78.75 *****78.75

PREPARED BY & RETURN TO: G. Michael Mahoney
McLin, Burnsed, Morrison, Johnson,
Newman & Roy, P.A.
P.O. Box 491357
Leesburg, Florida 34749
(352) 787-1241

**ARTICLES OF INCORPORATION
OF
TALICORP, INC.**

FILED
00 APR 10 AM 8:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation is TALICORP, INC..

ARTICLE II. PRINCIPAL OFFICE OR MAILING ADDRESS OF CORPORATION

The street address of the Corporation's principal office and mailing address of this corporation is: 4024 Griffin View Drive, Post Office Box 1479, Lady Lake, Florida, 32159.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is:

Five thousand (5,000) shares of common stock all of one class, having a nominal or par value of ONE CENT (\$.01) per share.

ARTICLE IV. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4038 Griffin View Drive, Lady Lake, Florida. The name of the initial registered agent of this corporation at that address is Frances L. Moore.

ARTICLE V. INCORPORATOR

The name and address of the Incorporator is Frances L. Moore, 4038 Griffin View Drive, Lady, Lake, Florida..

ARTICLE VI. AMENDMENT

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

ARTICLE VII. INDEMNIFICATION

The Corporation shall indemnify its officers and directors to the fullest extent permitted by the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 6th day of April, 2000.

Frances L. Moore
FRANCES L. MOORE
Incorporator

ACCEPTANCE BY REGISTERED AGENT:

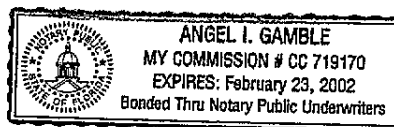
I AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION.

Frances L. Moore
FRANCES L. MOORE

STATE OF FLORIDA
COUNTY OF LAKE

The foregoing instrument was acknowledged before me this ____ day of April, 2000, by Frances L. Moore, Incorporator.

Angel I. Gamble
NOTARY PUBLIC-STATE OF FLORIDA
(Signature of Notary)



Angel I. Gamble
(Typed name of Notary)

(Commission Number)

Personally known ✓ or
Produced Identification _____

Type of Identification
Produced: _____