

**P00000069768**

GARY BROOKMYER  
ELLIOT F. HOCHMAN  
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BROOKMYER, HOCHMAN & PROBST, P.A.

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STUART OFFICE  
BY APPOINTMENT ONLY  
ROYAL PALM FINANCIAL CENTER  
759 S. FEDERAL HIGHWAY, Suite 212

STUART, FLORIDA 33995-2434  
TELEPHONE (561) 223-4030

July 17, 2000

VIA FEDERAL EXPRESS

Department of Corporations  
Secretary of State  
409 E. Gaines Street  
Tallahassee, FL 32399

600003326976-6  
07/19/00-01006-011  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: DeLeo Associates, Inc.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation of the above-referenced corporation, together with a check in the amount of \$78.75 to cover the following fees:

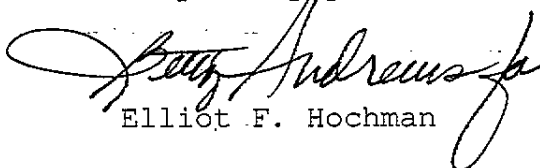
- |    |                      |                |
|----|----------------------|----------------|
| 1. | Filing Fee           | \$35.00        |
| 2. | Registered Agent Fee | \$35.00        |
| 3. | Certified Copy       | <u>\$ 8.75</u> |

TOTAL: \$ 78.75

Please file said articles using the date of receipt as the date of commencement of the corporation. Also, return the certified copy to the undersigned at the address listed above.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,

  
Elliot F. Hochman

EFH:ba  
enclosures

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JUL 18 PM 1:26

gf 7/21/00

ARTICLES OF INCORPORATION

OF

DeLeo Associates, Inc.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 JUL 18 PM 1:26

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following articles of incorporation:

ARTICLE ONE

NAME

The name of the corporation is DeLeo Associates, Inc.

ARTICLE TWO

DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares that the corporation has authority to issue is 1,000, all of which shall be common shares with par value of \$1.00.

ARTICLE FIVE

PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire any unissued or treasury shares.

ARTICLE SIX

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

REGISTERED OFFICE

00 JUL 18 PM 1:26

The street address of the initial registered office of the corporation is 29 Porta Vista Circle, Palm Beach Gardens, Florida 33418, and the name of the initial registered agent at that address is Mark DeLeo. The corporation's principal office mailing address is 29 Porta Vista Circle, Palm Beach Gardens, Florida 33418.

ARTICLE SEVEN

DIRECTORS

7.01 The initial board of directors of the corporation shall consist of one member.

7.02 The name and address of the first board of directors are:

Name	Address
Mark DeLeo	29 Porta Vista Circle Palm Beach Gardens, Florida 33418

ARTICLE EIGHT

INCORPORATORS

The name and address of the incorporator is:

Name	Address
Mark DeLeo	29 Porta Vista Circle Palm Beach Gardens, Florida 33418

ARTICLE NINE

COMMENCEMENT OF EXISTENCE

The corporation shall commence its existence upon the filing of these Articles of Incorporation.

IN WITNESS WHEREOF, I have subscribed my name this 17 day of July, 2000. I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

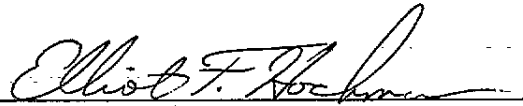
  
Mark DeLeo  
Incorporator and Registered Agent

STATE OF FLORIDA       )  
                                  )  
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 17  
day of July, 2000, by Mark DeLeo, who is personally known to me or  
who has produced a Florida driver's license as identification and  
who did (did not) take an oath.

WITNESS my hand and official seal in the County and State last  
aforesaid this 17 day of July, 2000.

My Commission Expires:

  
Notary Public

Name: (printed)



Elliot F. Hochman  
MY COMMISSION# CC905989 EXPIRES  
February 24, 2004  
BONDED THRU TROY FAIN INSURANCE, INC.