

SEP.-12-00 (TUE) 15:40

BLALOCK LANDERS WALTERS & VOGLER

TEL: 941 745 2093

P. 001

Division of Corporations

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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : BLALOCK, LANDERS, WALTERS AND VOGLER, P.A.
Account Number : 076666003611
Phone : (941) 748-0100
Fax Number : (941) 745-2093

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.
SARDONYX MANAGEMENT AND CONSULTING SERVICES, INC.

| | |
|-----------------------|---------|
| Certificate of Status | 1 |
| Certified Copy | 1 |
| Page Count | 02 |
| Estimated Charge | \$87.50 |

F. CHESSER SEP 13 2000

Electronic Filing Manual

Corporate Filing

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Fax Audit No.:(((H00000048129 1)))

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CLERK OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
SARDONYX MANAGEMENT AND CONSULTING SERVICES, INC.**

The undersigned Incorporator subscribing to these Articles of Incorporation, being competent to contract, hereby forms a Corporation under the Laws of the State of Florida.

ARTICLE I

The name of this Corporation shall be: SARDONYX MANAGEMENT AND CONSULTING SERVICES, INC., and its initial mailing address shall be: 802 11th Street West, Bradenton, FL 34205. The initial address of the Corporation's principal office shall be: 802 11th Street West, Bradenton, FL 34205.

ARTICLE II

The purpose of this Corporation is to engage in any and all business not prohibited by the Laws of the State of Florida. This Corporation shall have all powers given corporations under the Laws of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time shall be One Thousand (1,000) shares of common stock having a par value of \$1.00.

ARTICLE IV

This Corporation is to exist perpetually.

Prepared By:
Charles F. Johnson
Blalock, Landers, Walters & Vogler, P.A.
802 11th Street West, Bradenton, FL 34205
(941) 748-0100
Florida Bar No. 898937

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ARTICLE V

The name of the initial Registered Agent is Blalock, Landers, Walters & Vogler, P.A., and the street address of the initial registered office of this Corporation is 802 11th Street West, Bradenton, FL 34205. The Board of Directors may from time to time move the registered office to any other address in Florida.

ARTICLE VI

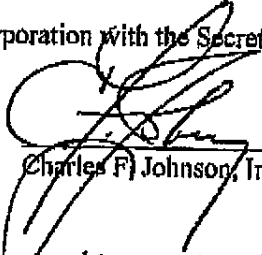
The name and address of each Incorporator of this Corporation is: Charles F. Johnson, 802 11th Street West, Bradenton, Florida 34205.

ARTICLE VII

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE VIII

Pursuant to the provisions of Chapter 607, Florida Statutes, this Corporation shall begin existence upon filing of these Articles of Incorporation with the Secretary of State.

 (SEAL)
Charles F. Johnson, Incorporator

SECRETARY OF STATE
TALAHASSEE, FLORIDA

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent.

BLALOCK, LANDERS, WALTERS & VOGLER,
P.A., a Florida professional service corporation

By: 

Print Name: CHARLES F. JOHNSON

Its: VP & Sec.

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