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FLORIDA PROFIT CORPORATION OR P.A.

E S P OF PALM BEACH, INC.

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**ARTICLES OF INCORPORATION  
OF  
E S P of Palm Beach, Inc.**

**a Florida Corporation**

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

**ARTICLE I  
CORPORATE NAME**

The name of this Corporation shall be:

E S P of Palm Beach, Inc.

**ARTICLE II  
NATURE OF CORPORATE BUSINESS**

The Corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE III  
CAPITAL STOCK**

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of 1000 shares of one class of common stock having a par value of \$0.10 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

**ARTICLE IV  
PREEMPTIVE RIGHTS**

All shareholders of the Corporation shall be vested with full preemptive rights.

**ARTICLE V  
EXISTENCE**

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

The Corporation shall have a perpetual existence, unless sooner dissolved according to law.

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#### ARTICLE VI

##### INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's Initial Registered Agent and Registered Office in the State of Florida are:

INITIAL REGISTERED AGENT: DEBORAH L. LONGO

INITIAL REGISTERED OFFICE: 636 Canistel Lane  
Boca Raton, FL. 33486

##### ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

REGISTERED AGENT

By: Deborah L. Longo  
Deborah L. Longo

#### ARTICLE VII INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation is one (1). The number of directors may be increased or decreased from time to time, by the By-Laws adopted by the shareholders, but shall never be less than one (1) nor more than seven (7).

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**ARTICLE VIII  
INITIAL DIRECTORS**

The names and addresses of the initial members of the Board of Directors are:

Deborah L. Longo  
636 Canistel Lane  
Boca Raton, Fl. 33486

**ARTICLE IX  
CUMULATIVE VOTING FOR DIRECTORS**

At all elections of directors of this corporation, each shareholder shall be entitled to as many votes as shall equal the number of votes which (except for these provisions as to cumulative voting) he would be entitled to cast for the election of directors with respect to his shares of stock multiplied by the number of directors to be elected, and he may cast all such votes for a singular director, or may distribute them among the number to be voted for, or any two or more of them, as he may see fit.

**ARTICLE X  
PRINCIPAL OFFICE**

The principal office of the corporation is:

636 Canistel Lane  
Boca Raton, Fl. 33486

**ARTICLE XI  
MAILING ADDRESS**

The mailing address of the corporation is:

636 Canistel Lane  
Boca Raton, Fl. 33486

**ARTICLES XII  
POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

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**ARTICLE XIII  
INCORPORATOR**

The name and address of the Incorporator executing these Articles of Incorporation is:

Deborah L. Longo  
636 Canistel Lane  
Boca Raton, FL 33486

**ARTICLE XIV  
AMENDMENT OF ARTICLES**

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.

IN WITNESS WHEREOF, I, the Incorporator, have executed these Articles of Incorporation this 19 day of September, 2000

Deborah L. Longo  
Deborah L. Longo

STATE OF FLORIDA  
COUNTY OF Broward

BEFORE ME, the undersigned authority, an officer duly qualified to administer oaths and take acknowledgments in the State and County aforesaid, personally appeared Deborah L. Longo, to me known to be the Incorporator described in and who executed the foregoing Articles of Incorporation, and I he duly acknowledged to me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in Copeland County, Florida, this 19 day of September, 2000.

Jeanne Petrillo  
Notary Public, State of Florida  
at Large

My Commission Expires:



Jeanne Petrillo  
MY COMMISSION # 0000190 EXPIRES  
November 9, 2001  
BROWARD COUNTY PUBLIC INSURANCE, INC.

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TALLAHASSEE, FLORIDA

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