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November 8, 2000

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

00 NOV 16 PM 1:05
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To whom it may concern,

Please find an original and a copy of the articles of incorporation for Pinellas Holdings, Inc., together with our check in the amount of \$78.75 as payment for filing and a certificate of status. Should you have any questions in this regard, please do not hesitate to contact me at your convenience.

Very truly yours,

Mark R. Dolan

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**Articles of Incorporation
of
Pinellas Holdings, Inc.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA


ARTICLE I. NAME: The name of the corporation shall be Pinellas Holdings, Inc.

ARTICLE II. ADDRESS: The principal place of business of this corporation shall be: 412 East Madison, 10th Floor, Tampa, Florida 33602.

ARTICLE III. NATURE OF BUSINESS: The purpose of this business is to engage or transact in any or all lawful activity or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV. CAPITAL STOCK: The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a par value of \$.01 per share.

ARTICLE V. ADDRESS; REGISTERED AGENT: The street address of the initial registered office of the corporation shall be: 412 East Madison, 10th Floor, Tampa, Florida 33602 and the name of the initial registered agent of the corporation at that address is Mark R. Dolan. I, Mark R. Dolan am familiar with and accept the duties and responsibilities as registered agent for said corporation.



Mark R. Dolan

ARTICLE VI. TERM OF EXISTENCE: This corporation is to exist perpetually.

ARTICLE VII. OFFICERS AND DIRECTORS: This corporation shall initially have one officer and no directors. The initial officer, who shall serve until his death, removal or resignation is:

David G. Marshlack
President

412 East Madison, 10th Floor
Tampa, Florida 33602

ARTICLE VIII. INCORPORATOR: The name and address of the person signing these Articles as Incorporator is David G. Marshlack, at 412 East Madison, Tampa, Florida 33602.

ARTICLE IX. BY-LAWS: The power to adopt, alter, amend or repeal By-Laws shall be vested in the Shareholders.

ARTICLE X. AMENDMENTS: The Corporation reserves the right to amend or repeal any provision contained in the Articles of Incorporation or any Amendment hereto and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand this 8th day of November, 2000.


David G. Marshlack