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November 27, 2000

Secretary of State
Division of Corporations, Filing Section
409 East Gaines Street
Tallahassee, Florida 32399

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131.25 **87.50

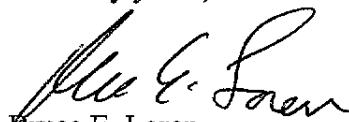
Re: C.A. FELLER & ASSOCIATES, INC.

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-referenced entity and a check for \$131.25 covering the filing fee, certified copy and certificate of good standing fees, as well as a stamped addressed envelope for the return of the documents. If you have any questions, do not hesitate to call me.

Thank you in advance for your cooperation in this matter.

Sincerely yours,


Bruce E. Loren

Encs.

cc: C. Feller

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

C.A. FELLER & ASSOCIATES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is: **C.A. FELLER & ASSOCIATES, INC.**

ARTICLE II

The existence of the corporation shall be perpetual and shall begin on the date these articles are filed with the Florida Department of State.

ARTICLE III

The street address of the principal office of the Corporation is: 21298 Sweetwater Lane North, Boca Raton, Florida 33428.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 10,000, all of which shall be Common Shares, with a par value of \$.01 per share. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is: 21298 Sweetwater Lane North, Boca Raton, Florida 33428. The initial registered agent for the Corporation at that address is Christopher A. Feller.

ARTICLE VI

The corporation is formed to engage in any activity permitted under the laws of the State of Florida.

ARTICLE VII

The name and street address of the person signing these articles of incorporation is:

Name	Address
Christopher A. Feller	21298 Sweetwater Lane North, Boca Raton, Florida 33428.

ARTICLE VIII

The Corporation's initial officers shall be:

Christopher A. Feller, President and Secretary,
21298 Sweetwater Lane North, Boca Raton, Florida 33428.

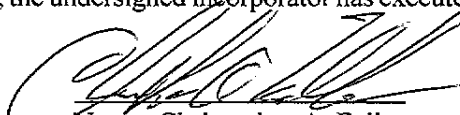
Kathy C. Feller, Vice President
21298 Sweetwater Lane North, Boca Raton, Florida 33428.

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TALLAHASSEE, FLORIDA

ARTICLE IX

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

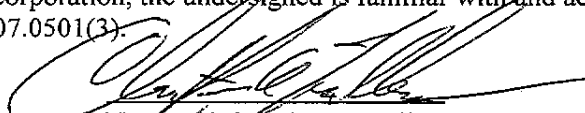
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 17th day of November, 2000.



Name: Christopher A. Feller

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for C.A. Feller & Associates, Inc. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).



Name: Christopher A. Feller

Date: November 17, 2000