

Division of Corporations

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**P01000038864**

**Florida Department of State**

**Division of Corporations**

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**Account Name : GOLDBERG LAW GROUP, P.A.**

**Account Number : I20000000293**

**Phone : (813)223-4440**

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**FLORIDA PROFIT CORPORATION OR P.A.**

FAX AUDIT NUMBER: H01000040213 0  
ICARA, INC  
APRIL 17, 2001

**ARTICLES OF INCORPORATION**

**OF**

**ICARA, INC.**

The undersigned, acting as incorporator of the captioned corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I**

**Corporate Name and Principal Office**

The name of this corporation is ICARA, INC. and its principal office and mailing address is:

3818 SOUTH NINE DRIVE  
VALRICO, FLORIDA 33594

**ARTICLE II**

**Commencement of Corporate Existence**

The corporation shall come into existence on April 17, 2001.

**ARTICLE III**

**General Nature of Business**

The corporation may transact any lawful business for which corporations may be incorporated under Florida law.

**ARTICLE IV**

**Capital Stock**

The aggregate number of shares of stock authorized to be issued by this corporation shall be 200 shares of common stock, each with a par value of \$.001. Each share of issued and outstanding common stock shall entitle the holder thereof to fully participate in all shareholder meetings, to cast one vote on each matter with respect to which shareholders have the right to vote, and to share ratably in all dividends and other distributions declared and paid with respect to the common stock, as well as in the net assets of the corporation upon liquidation or dissolution.

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## ARTICLE V

### Initial Registered Office and Agent

The street address of the initial registered office of the corporation shall be 100 South Ashley Drive, Suite 2200, Tampa, Florida 33602 and the initial registered agent of the corporation at such address is Glenn E. Goldberg.

## ARTICLE VI

### Incorporator

The name and address of the corporation's incorporator is:

<u>Name</u>	<u>Address</u>
Glenn Evan Goldberg	100 South Ashley Drive Suite 2200 Tampa, Florida 33602

## ARTICLE VII

### By-Laws

The power to adopt, alter, amend or repeal by-laws of this corporation shall be vested in its shareholders and separately in its Board of Directors, as prescribed by the by-laws of the corporation. By-laws may be amended by majority vote of either the directors or the shareholders.

## ARTICLE VIII

### Indemnification

If the criteria set forth in SS 607.0850(1) or (2), Florida Statutes, as then in effect, have been met, then the corporation shall indemnify any director, officer, employee or agent thereof, whether current or former, together with his or her personal representatives, devisees or heirs, in the manner and to the extent contemplated by SS 607.0850, as then in effect, or by any successor law thereto

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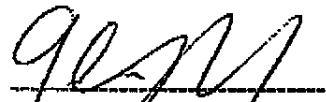
**ARTICLE IX**

**Initial Directors**

The number of directors of the corporation shall be fixed by the by-laws of the corporation. The initial board of directors shall consist of one director whose name and addresses are as follows:

GEORGE CARAPELLA  
3818 SOUTH NINE DRIVE  
VALRICO, FLORIDA 33594

IN WITNESS WHEREOF, the undersigned has executed these Articles this 17th day of April 2001.

  
\_\_\_\_\_  
Glenn Goldberg, Esq.

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ICARA, INC  
APRIL 17, 2001**CERTIFICATE DESIGNATING  
REGISTERED AGENT**

Pursuant to the provisions of SS 48.091 and 607.0501, Florida Statutes, ICARA, INC., desiring to organize under the laws of the State of Florida, hereby designates Glenn Evan Goldberg, an individual resident of the State of Florida, as its Registered Agent for the purpose of accepting service of process within such State and designates 100 South Ashley Drive, Suite 2200, Tampa, Florida 33602, the business office of its Registered Agent, as its Registered Office.

ICARA, INC.

By: 

Glenn Evan Goldberg, Incorporator

**ACKNOWLEDGEMENT**

I hereby accept my appointment as Registered Agent of the above named corporation, acknowledge that I am familiar with and accept the obligations imposed by Florida law upon that position, and agree to act as such in accordance with the provisions of SS 48.091 and 607.0505, Florida Statutes.

By: 

Glenn Evan Goldberg

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