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TRANSMITTAL LETTER

FILED

01 MAY 21 PM 1:12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: MORILLO & ASSOCIATES, INC.

(Proposed corporate name - must include suffix)

500004272775--5
-05/21/01--01041--008
*****78.75 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: T&H COMPTROLLERS, INC.

Name (Printed or typed)

312 E, VENICE AVENUE, SUITE 120

Address

VENICE, FL 34292

City, State & Zip

941-484-4980

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

B. BROWN MAY 25 2001

ARTICLES OF INCORPORATION
OF
MORILLO & ASSOCIATES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

MORILLO & ASSOCIATES, INC.

The address of the principal office of this corporation shall be 27110 Villarrica Dr., Punta Gorda, FL 33983 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 312 East Venice Avenue, Suite 120, Venice, Florida 34292, and the name of the initial registered agent of the corporation at that address is T&H Comptrollers, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Jose F. Morillo
Dir.

27110 Villarrica Dr.
Punta Gorda, FL 33983

Rebecca L. Morillo
Dir.

27110 Villarrica Dr.
Punta Gorda, FL 33983

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Rebecca L. Morillo
27110 Villarrica Dr.
Punta Gorda, FL 33983

The undersigned incorporator has executed these Articles of Incorporation on August 10,
2000.

Rebecca L. Morillo

Rebecca L. Morillo

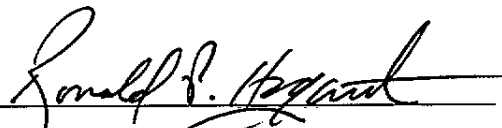
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

T&H Comptrollers, Inc., a corporation in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

MORILLO & ASSOCIATES, INC.

T&H Comptrollers, Inc. is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 
Ronald P. Hogarth, President