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ESTABLISHED 1925

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July 9, 2001

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*****78.75 *****78.75

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: eMerlin's, Inc.

Gentlemen:

Enclosed for filing are Articles of Incorporation for the above corporation along with our firm's check in the amount of \$78.75 for the filing fee, registered agent designation and certified copy to be returned to the undersigned, as well as a return envelope for the certified copy.

Thank you.

Very truly yours,

James S. Eggert/em
James S. Eggert

/em

Enclosures

cc: Ms. Debra Clear

FILED
01 JUL 11 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
eMerlins, Inc.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I – Name

The name of the Corporation shall be eMerlins, Inc.

ARTICLE II – Principal Office

The principal place of business and mailing address of the Corporation shall be 2568 East Fowler, Tampa, FL 33612, subject to change and relocation by the Board of Directors.

ARTICLE III – Capital Stock

The capital stock of this Corporation shall be 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV – Registered Agent


The street address of the initial registered office of the Corporation is 2568 East Fowler, Tampa, FL 33612, and the name of the initial registered agent at such address is Debra J. Clear.

FILED
01 JUL 11 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V – Incorporator

The name and address of the incorporator is: Debra J. Clear, 2568 East Fowler, Tampa, FL 33612.

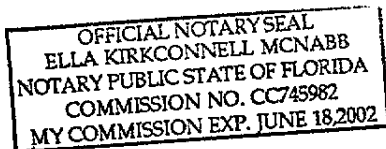
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on the 2nd day of July, 2001.

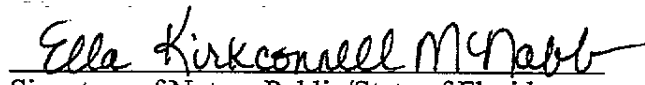

DEBRA J. CLEAR

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 2nd day of July, 2001, by Debra J. Clear who is personally known to me or who produced _____ as identification.




Signature of Notary Public/State of Florida
Commission Number
Expiration Date

01 JUL 11 AM 10:38
FILED
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ACCEPTANCE

Having been named as Registered Agent and to accept service of process for eMerlin, Inc. at the place designated in these Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.


Debra J. Clear