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David J. Wollinka, Esq.

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PLEASE REPLY TO ADDRESS BELOW:

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Holiday, FL 34690-0649

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July 25, 2001

Jerome E. Wollinka, Esq.

(1936 - 1992)

Pinellas County Office:

180 Alternate 19 N.
Palm Harbor, FL 34683

Phone: (727) 781-5444

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

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-07/27/01--01092--001
*****78.75 *****78.75

Re: THE McCLURE GROUP, INC.

Gentlemen:

Enclosed please find duplicate Articles of Incorporation for the corporation as referenced. Please file said Articles and return a certified copy to this office. Enclosed is a check payable to the Secretary of State for the following:

| | |
|----------------------|----------|
| Filing Fee | \$ 35.00 |
| Certified Copy | \$ 8.75 |
| Resident Agent's Fee | \$ 35.00 |
| Total Check: | \$ 78.75 |

If you have any questions or additional requirements, please contact the undersigned. Thank you for your cooperation in this matter.

Very truly yours,



David J. Wollinka

DJW:bc

Enclosures

cc: Mr. Robert McClure

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

THE McCLURE GROUP, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is **THE McCLURE GROUP, INC.**

ARTICLE II - PURPOSE

The purpose of this corporation shall be to engage in any lawful business or purpose whatever for which corporations may be organized under the Florida Corporation Law of the Florida Statutes as made and amended.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred (100) shares of common stock, having a par value of Ten Dollars (\$10.00) per share.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is not to be less than One Thousand and No/100ths Dollars (\$1,000.00).

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - ADDRESS

The initial principal place of business of this corporation in the State of Florida is 2706 Alternate 19 N, Suite 222, Palm Harbor, FL 34683, having a post office address of the same.

ARTICLE VII - DIRECTORS

The corporation shall have not less than one (1) Director initially. The number of Directors may be increased or diminished from time to time by the By-Laws adopted by the Stockholders, but shall never be less than one (1). Vacancies in the Board of Directors may be filled by a majority vote of the remaining Directors at a meeting so called for that purpose, which newly elected Directors shall serve the remaining unexpired term. A majority of Directors, present at any Directors' meeting, shall constitute a quorum.

ARTICLE VIII - INITIAL DIRECTORS

The name and post office address of the member of the first Board of Directors is:

| <u>NAME</u> | <u>ADDRESS</u> |
|----------------|--|
| ROBERT McCLURE | 953 Cobblestone Lane Tarpon Springs, FL 34689 |

ARTICLE IX - SUBSCRIBERS

| <u>NAME</u> | <u>ADDRESS</u> | <u>SHARES</u> | <u>CONSIDERATIONS</u> |
|----------------|--|---------------|-----------------------|
| ROBERT McCLURE | 953 Cobblestone Lane Tarpon Springs, FL 34689 | 100 | \$1,000.00 |

ARTICLE X - SECTION 1244 STOCK

The capital stock issued by the corporation shall be subject to the provisions of §1244 of the Internal Revenue Code and shall provide shareholders ordinary loss treatment on such stock as authorized by the code and associated regulations.

ARTICLE XI - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders' meeting by a majority of the Stockholders entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XII - RESIDENT AGENT

The Resident Agent for service of process shall be DAVID J. WOLLINKA whose address is 2312 U.S. Highway 19, Holiday, Florida 34690.

IN WITNESS WHEREOF I have hereunto set my hand and seal and filed the foregoing Articles of Incorporation under the Laws of the State of Florida, this 25th day of July, 2001.

Robert McClure (SEAL)
ROBERT McCLURE

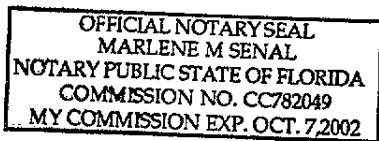
I hereby accept the designation of Resident Agent.

[Signature]
DAVID J. WOLLINKA

STATE OF FLORIDA)
COUNTY OF PASCO) ss:

I hereby certify that on this day before me, a notary public duly authorized in the State and County above named to take acknowledgments, personally appeared DAVID J. WOLLINKA who is personally known to me, or who has produced _____ as identification, to me known to be the person described as registered agent in and who executed the foregoing acceptance of designation as registered agent and acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this _____ day of July, 2001.



Marlene M. Senal
Notary Public
Name:
Commission No.:
My Commission Expires:

01 JUL 27 PM 3:07
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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