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MELISSA R. SHARPSTEEN & ASSOCIATES, P.A.
Attorneys At Law

MELISSA R. SHARPSTEEN, ESQ.
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July 30, 2001

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****122.50 *****78.75

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

RE: *FLP, Inc.*

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-captioned proposed Florida corporation. Also enclosed is our check payable in the amount of \$122.50 to cover the following costs:

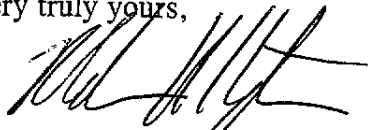
Filing fee	\$ 35.00
Certified copy of Articles	\$ 52.50
Registered Agent fee	<u>\$ 35.00</u>
Total	\$122.50

EFFECTIVE DATE
7-30-01

FILED
01 AUG -1 AM 9:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please file the Articles of Incorporation and forward a certified copy to us.

Very truly yours,



MELISSA R. SHARPSTEEN, ESQ.

MRS/fma
Enclosures

8-6-01
WCC

FLP, Inc.

ARTICLES OF INCORPORATION

of

FLP, Inc.

EFFECTIVE DATE
7-30-01

FILED
01 AUG -1 AM 9:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME AND ADDRESS

The name of this corporation is FLP, Inc.

The address of the principal office of the corporation shall be:

135 Northwest Lincoln Circle North
St. Petersburg, Florida 33702

ARTICLE II. COMMENCEMENT OF CORPORATE EXISTENCE

The date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation.

ARTICLE III. DURATION

This corporation shall exist perpetually, commencing on the date of the subscription and acknowledgment of the Articles of Incorporation.

ARTICLE IV. PURPOSE

This corporation is organized for the purpose of the transaction of any lawful business.

ARTICLE V. CAPITAL STOCK

This corporation is authorized to issue one hundred (100) common shares of \$1.00 (dollars) par value capital stock.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any new capital stock of the same kind, class or series, as that which he or she already holds, shall have the preemptive right to purchase his or her pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII. INITIAL REGISTERED OFFICE & AGENT

The street address of the initial registered agent of this corporation is 5960 Central Avenue, Suite F, St. Petersburg, Florida 33707. The name of the initial registered agent for this corporation at that address is Melissa R. Sharpsteen, Esquire.

ARTICLE VIII. MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under that authority of and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation.

ARTICLE IX. INCORPORATOR

The name and address of the person signing these Articles of Incorporation is Daniel R. Porter. The business address of the incorporator is 135 Northwest Lincoln Circle North, St. Petersburg, Florida 33702.

ARTICLE X. INDEMNIFICATION

This corporation shall indemnify any officer or any former officer, to the full extent as provided for by law.

ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto. Any rights conferred upon the shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 30th day of July, 2001.

Daniel R Porter
DANIEL R. PORTER

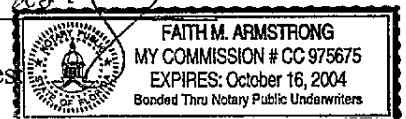
STATE OF FLORIDA)

COUNTY OF PINELLAS)

Before me, a Notary Public authorized to take acknowledgments in PINELLAS County, Florida, personally appeared DANIEL R. PORTER, known to me to be the person who executed and acknowledged the execution of the foregoing Articles of Incorporation.

In Witness whereof, I have hereunto set my hand and affixed my official seal, in PINELLAS County, Florida on this 30th day of July, 2001.

Faith M. Armstrong
Notary Public
My commission expires



FLP, Inc.

ACCEPTANCE BY REGISTERED AGENT

Melissa R. Sharpsteen & Associates, P.A., a Florida corporation authorized to transact business in this State, having a business address identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

MELISSA R. SHARPSTEEN & ASSOCIATES, P.A.

By: 

MELISSA R. SHARPSTEEN, ESQ.
Registered Agent

FILED
01 AUG - 1 AM 9:57
SECRETARY OF STATE
TALLAHASSEE, FL 32311