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September 14, 2001

Florida Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

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

Subj: Incorporation of RICHARD F. GOLARDI & ASSOCIATES, INC.

Dear Sir:

Enclosed please find the following:

1. The original and one copy of the Articles of Incorporation for the subject corporation. Please certify one copy and return it to the undersigned.
2. My check in the amount of \$78.75 to cover the filing fee.
3. Designation of Resident Agent.

Kindly acknowledge filing of these Articles of Incorporation, in compliance with Florida law and return the certified copy of the Articles of Incorporation to the undersigned at Express Legal Services, Inc., 129 W. Hibiscus Blvd, Melbourne, FL 32901; (321) 729-6399

Thank you for your assistance in this matter.

Sincerely,

Richard F. Golardi

Richard F. Golardi

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
01 SEP 18 PM 12:26

RECEIVED

SEP 20 2001

ARTICLES OF INCORPORATION

OF

RICHARD F. GOLARDI & ASSOCIATES, INC.

ARTICLE I. NAME

The name of this corporation is

RICHARD F. GOLARDI & ASSOCIATES, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shall be designated "common shares".

ARTICLE V. PREEMPTIVE RIGHTS

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

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TALLAHASSEE, FLORIDA
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ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT.

The street address of the initial registered office of this corporation is 3647 Whisperwood Circle, Melbourne, FL, 32901 and the name of the initial registered agent of this corporation at that address is RICHARD F. GOLARDI.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation is:

| | |
|-------------------------|-------------------------|
| RICHARD F. GOLARDI | NATALIA GOLARDI |
| 3647 Whisperwood Circle | 3647 Whisperwood Circle |
| Melbourne, FL 32901 | Melbourne, FL 32901 |

ARTICLE VIII. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation is located at 3647 Whisperwood Circle, Melbourne, FL 32901, and the mailing address of the corporation is 3647 Whisperwood Circle, Melbourne, FL 32901.

ARTICLE IX. INCORPORATORS

The name and address of the person signing these articles are:

RICHARD F. GOLARDI
3647 Whisperwood Circle
Melbourne, FL 32901

ARTICLE X. AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned subscribers have executed these articles of incorporation on this 14th day of September, 2001.

Richard F. Golardi
RICHARD F. GOLARDI

Natalia Golardi
NATALIA GOLARDI

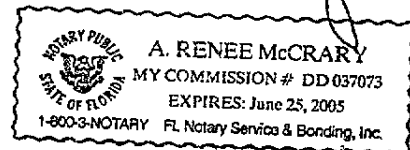
STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared RICHARD F. GOLARDI and NATALIA GOLARDI to me known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 14th day of September, 2001.

FL/DL

A. Renee McCrary
Notary Public



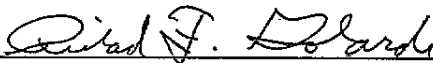
DESIGNATION
AS
REGISTERED AGENT

In compliance with Section 48.091, and Section 607.034,
Florida Statutes, the following is submitted:

That RICHARD F. GOLARDI & ASSOCIATES, INC. desiring to
organize under Statutes of the State of Florida, with its
principal office at 3647 Whisperwood Circle, Melbourne, FL
32901, has named RICHARD F. GOLARDI, located at 3647
Whisperwood Circle, Melbourne, FL 32901, as its agent to
accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the
above named Corporation, at the place designated in this
certificate, the undersigned agrees to act in this capacity,
and agrees to comply with the provisions of Florida law
relative to keeping the designated office open.


RICHARD F. GOLARDI
Registered Agent

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA