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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : JOHNSON, BLAKELY, POPE, BOKER, RUPPEL & BURNS, P.A.
Account Number : 076666002140
Phone : (727)461-1818
Fax Number : (727)441-8617

FLORIDA PROFIT CORPORATION OR P.A.

QUAKER SOUTH CORP.

Certificate of Status	0
Certified Copy	0
Page Count	03 (4)
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ARTICLES OF INCORPORATION

OF

QUAKER SOUTH CORP.

ARTICLE I - Name and Address

The name of this corporation is QUAKER SOUTH CORP. The mailing address of the corporation is 100 North Tampa St., Suite 1800, Tampa, Florida, 33602-5145 and the address of the corporation's principal office is 100 North Tampa St., Suite 1800, Tampa, Florida, 33602-5145

ARTICLE II - Effective Date and Duration

This corporation shall have perpetual existence.

ARTICLE III - Capital Stock

This corporation is authorized to issue 100 shares of common stock, which shall be designated as "Common Shares." The par value of each share of stock shall be \$0.001.

ARTICLE IV - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 100 North Tampa Street, Suite 1800, Tampa, Florida 33602-5145, and the name of the initial registered agent of this corporation at that address is Guy M. Burns.

ARTICLE V - Incorporator

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

<u>Name</u>	<u>Address</u>
GUY M. BURNS	100 North Tampa Street, Suite 1800 Tampa, Florida 33602-5145

Prepared By:

Philip M. Shasteen, Esquire
Johnson, Blakely, Pope, Bokor,
Ruppel & Burns, P.A.
100 North Tampa Street
Suite 1800
Tampa, Florida 33602-5145
FL Bar No. 0194712
(813) 225-2500

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ARTICLE VI - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

ARTICLE VII - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

The undersigned incorporator has executed these Articles of Incorporation this 28 day of February 2002.



GUY M. BURNS

#64641

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CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA

Pursuant to Fla. Stat. §48.091, QUAKER SOUTH CORP. desiring to organize under the laws of the State of Florida, hereby designates GUY M. BURNS, located at 100 North Tampa Street, Suite 1800, Tampa, Florida 33602-5145, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Fla. Stat. §48.091(2) relative to maintaining an office for the service of process.


GUY M. BURNS

#64641

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Prepared By:

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