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Law Offices of

**Nicholas J. Taldone, Esquire**

Also admitted in New York, New Jersey, and California

2536 Countryside Boulevard  
First Floor East  
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March 1, 2002

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

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-03/04/02--01031--004  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

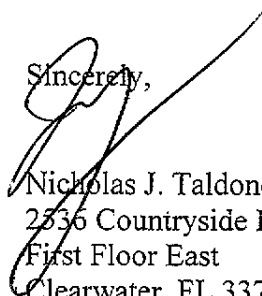
**SUBJECT: FIRST ENERGY GROUP, INC.**

Enclosed is an original and <sup>two</sup> ~~one~~ <sup>ies</sup> (1) copy of the articles of incorporation and a check for :

\$87.50 for the filing fee, Certified Copy and Certificate.

Thank you.

Sincerely,

  
Nicholas J. Taldone, Esquire  
2536 Countryside Blvd.  
First Floor East  
Clearwater, FL 33763  
(727) 712-1400

**FILED**  
2002 MAR 18 AM 10:23  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

2057-611  
W02-6130

3/19/02



FILED

2002 MAR 18 AM 10: 23

FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

March 11, 2002

NICHOLAS J. TALDONE, ESQUIRE  
2536 COUNTRYSIDE BOULEVARD  
FIRST FLOOR EAST  
CLEARWATER, FL 33763

SUBJECT: FIRST ENERGY GROUP, INC.  
Ref. Number: W02000006730

We have received your document for FIRST ENERGY GROUP, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden  
Document Specialist  
New Filings Section

Letter Number: 902A00014586

ARTICLES OF INCORPORATION OF  
FIRST ENERGY GROUP, INC.

**FILED**  
2002 MAR 18 AM 10: 53  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE I

The name of the Corporation shall be First Energy Group, Inc.

ARTICLE II

The principal place of business and mailing address of this Corporation shall be: 1820 S.  
Highland Avenue, Suite B, Clearwater, Florida 33756

ARTICLE III

The period of duration of the Corporation is perpetual.

ARTICLE IV

The purpose or purposes for which the Corporation are to engage in any activity or  
business permitted under the laws of the United States and Florida.

ARTICLE V

The aggregate number of shares that the Corporation shall have the authority to issue is  
100 shares with a value of \$1.00 per share. The shares of the Corporation are not to be  
divided into classes.

ARTICLE VI

The initial street address in Florida of the initial registered office of the Corporation is  
2536 Countryside Boulevard, First Floor, Clearwater, Florida 33753, and the name of the  
initial registered agent at such address is Nicholas Taldone.

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2002 MAR 18 AM 10:23

ARTICLE VII

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The names and addresses of the initial incorporators are:

Gene Gross  
1820 S. Highland Ave., Suite B  
Clearwater, Fl 33756

Eliahu Goldenberg  
1820 S. Highland Ave., Suite B  
Clearwater, Fl 33756

Sacha Sebban  
1820 S. Highland Ave., Suite B  
Clearwater, Fl 33756

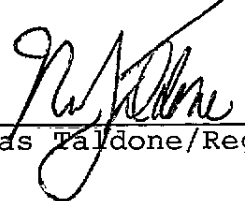
IN WITNESS WHEREOF, the undersigned have executed these articles of incorporation  
at Clearwater, Florida on the 21st day of February, 2002.

  
Gene Gross

  
Sacha Sebban

  
Eliahu Goldenberg

Having been named as registered agent to accept service of process  
for the above stated corporation at the place designated in this  
certificate, I am familiar with and accept the appointment as  
registered agent and agree to act in this capacity.

  
Nicholas Taldone/Registered Agent

3/13/02

