

Division of Corporations Page 1 of 1
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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

The Clyde Group, Inc.

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**ARTICLES OF INCORPORATION
OF
THE CLYDE GROUP, INC.**

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following articles of incorporation for such corporation:

**ARTICLE I
Name**

The name of the corporation is The Clyde Group, Inc.

**ARTICLE II
Initial Principal Office and Mailing Address**

The Corporation's initial principal office and mailing address is 622 Heritage Drive, Weston, FL 33326.

**ARTICLE III
Shares**

The corporation shall have authority to issue 100 common shares with a par value of \$1.00 per share.

**ARTICLE IV
Initial Registered Agent and Office**

The street address of its initial registered office is CFRA, LLC, One Harbour Place, 5th Floor, 777 S. Harbour Island Blvd., Tampa, FL 33602-5730, and the name of its initial registered agent at that address is CFRA, LLC.

**ARTICLE V
Incorporator**

The name and address of the incorporator is:

Name
David W. Jamison, Jr.

Address
100 SE Second Street, Suite 4000
Miami, FL 33131

**ARTICLE VI
Initial Director**

The corporation initially shall have directors, whose names and addresses are :

<u>Name</u>	<u>Address</u>
Frances Berman Goodsite	622 Heritage Drive Weston, FL 33326
Howard Goodsite	622 Heritage Drive Weston, FL 33326

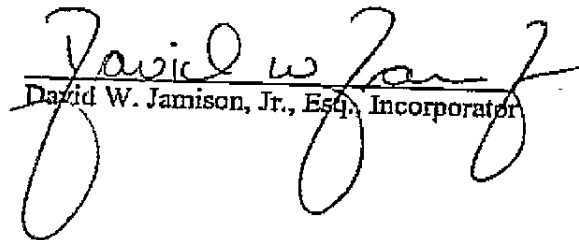
ARTICLE VII
Indemnification

No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages to the Corporation or any other person for any statement, vote, decision or failure to act, regarding corporate management or policy, as a director, except to the extent that such exemption from liability or limitation thereof is not permitted under the Florida Business Corporation Act.

The Corporation shall indemnify to the full extent permitted by law any person who is made, or is threatened to be made, a party to any action suit or proceeding (whether civil, criminal, administrative or investigative) by reason of the fact that he or she is or was a director or officer of the Corporation or serves or served any other enterprises at the request of the Corporation. If the Florida Business Corporation Act is amended after the filing of these Articles of Incorporation of which this Article VII is a part to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act as so amended.

Any repeal or modification of the foregoing paragraph by the shareholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

Dated this 11 day of June, 2002.

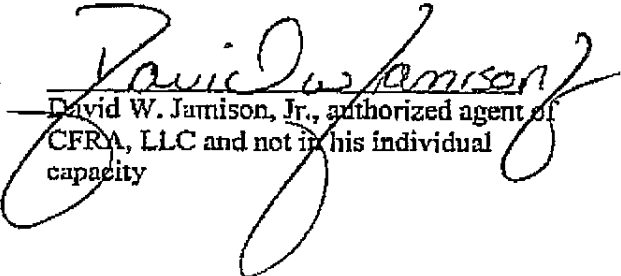

 David W. Jamison, Jr., Esq. Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been designated as registered agent for The Clyde Group, Inc. in the foregoing Articles of Incorporation, I, David W. Jamison, Jr., on behalf of CFRA, LLC, a Florida corporation, hereby agree to accept service of process for said corporation and to comply with all statutes relative to the complete and proper performance of the duties of a registered agent. I am familiar with and accept the obligations of that position.

Dated this 11 day of June, 2002.

By:


David W. Jamison, Jr., authorized agent of
CFRA, LLC and not in his individual
capacity

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