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Shari A. Provan
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(863) 607-6140

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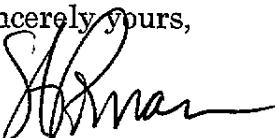
June 27, 2002

Department of State
Division of Corporations
Corporate Filings
Post Office Box 6327
Tallahassee, Florida 32314

Dear Sir or Madam:

Enclosed for filing are Articles of Incorporation for Scotia Consult, Inc., and a check in the amount of \$78.75 to cover filing fees and the cost of a Certified Copy. Also enclosed is a self-addressed envelope for your ease-of-use in returning the Certified Copy to me. If you have any questions, please call me at (863) 499-5330. Thank you.

Sincerely yours,



Shari A. Provan

/s

Enclosure
LAK1 #234516 v1

**ARTICLES OF INCORPORATION
OF**

SCOTIA CONSULT, INC.

The undersigned, acting as incorporator of SCOTIA CONSULT, INC., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

SCOTIA CONSULT, INC.

ARTICLE II. ADDRESS

The mailing address of the corporation is:

4530 Waring Road
Lakeland, Florida 33811

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence at 12:01 a.m. on the date of filing of these Articles of Incorporation.

ARTICLE IV. PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$0.01 per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 4530 Waring Road, Lakeland, Florida 33811 and the name of the corporation's initial registered agent at that address is SHARI A. PROVAN.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have two Directors initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The names and street addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
J. IAN PROVAN	4530 Waring Road Lakeland, FL 33811
SHARI A. PROVAN	4530 Waring Road Lakeland, FL 33811

ARTICLE VIII. INCORPORATOR

SHARI A. PROVAN	4530 Waring Road Lakeland, FL 33811
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The incorporator of the Corporation assigns to this corporation her rights under Section 607.0201, Florida Statutes, to constitute a corporation, and she assigns to those persons designated by the board of directors any rights she may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE IX. BYLAWS

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the Board of Directors and the shareholders, except that the Board of Directors may not amend or repeal any bylaw adopted by the shareholders that specifically provides that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 27th day of June, 2002.

A handwritten signature in black ink, appearing to read 'Shari A. Provan', written over a horizontal line.

SHARI A. PROVAN, Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That SCOTIA CONSULT, INC., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 4530 Waring Road, City of Lakeland, State of Florida, has named SHARI A. PROVAN as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with, and accept, the obligations of that position.



SHARI A. PROVAN, Registered Agent