

Division of Corporations

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To:

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

From:

Account Name : KORN & ZEHMER, P.A .
Account Number : I20020000036
Phone : (904)296 -2111
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FLORIDA PROFIT CORPORATION OR P.A.

Nicassio Corporation South

Certificate of Status	1
Certified Copy	1
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D. WHITE OCT 17 2002

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
NICASSIO CORPORATION SOUTH

ARTICLE I

The name of this corporation is: Nicassio Corporation South. The principal office of the corporation is located at 721 US Highway One, Suite 223/224, North Palm Beach, Florida 33408.

ARTICLE II

This corporation is organized for the purpose of transacting any or all lawful business permitted under the Laws of the United States and of the State of Florida.

ARTICLE III

The total number of authorized shares of the capital stock of this corporation is Ten Thousand (10,000) shares, of a single class of voting common stock, all of which shall have a par value of One Dollar (\$1.00) each. Each issued and outstanding share of common stock shall be entitled to one vote.

ARTICLE IV

This corporation shall have perpetual existence. The existence of this corporation shall begin as of the date of the filing of these articles.

ARTICLE V

The number of directors that the corporation shall have shall be not less than one (1) but may be such greater number as may be elected by the shareholders from time to time in accordance with the Bylaws of the corporation. Initially, there shall be four (4) directors.

ARTICLE VI

The name and post office address of the first directors of the corporation, who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified are:

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<u>Names</u>	<u>Address</u>
Louis V. Nicassio	9979 Capri Court Pittsburgh, Pennsylvania 15239
Jeffrey Fleming	243 Shuster Road Gibsonia, Pennsylvania 15044
Steve Mahaven	2102 Mesa Grande Lane Jacksonville, Florida 32224
Steve Balogh	11854 Keswick Way West Palm Beach, Florida 33412

ARTICLE VII

The name and post office address of the incorporator of this corporation is John H. Zehmer, Post Office Box 550700, Jacksonville, Florida 32255-0700.

ARTICLE VIII

The street address of the initial registered office of this corporation is 6620 Southpoint Drive South, Suite 200, Jacksonville, Florida 32216, and the name of the initial registered agent of this corporation at that address is John H. Zehmer.

ARTICLE IX

This corporation reserves the right to amend, alter, change or repeal any provisions contained in its Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

THE UNDERSIGNED, being the original incorporator hereinafter named for the purpose of forming a corporation to do business both within and without the State of Florida, to make,

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subscribe, acknowledge, and file these Articles, hereby declares and certifies that the facts herein stated are true and accordingly have hereunto set my hand and seal this 15th day of October, 2002.

Signed, sealed and delivered
in the presence of:

Cathy J. Wasi

John H. Zehmer
John H. Zehmer

Kelly M. Wasi

STATE OF FLORIDA

COUNTY OF DUVAL

BE IT REMEMBERED that on this 15th day of October, 2002, personally came before me, John H. Zehmer, who is personally known by me, and who is the incorporator of the foregoing Articles of Incorporation and acknowledged that he signed said Articles as his act and deed on behalf of Nicassio Corporation South, and that the facts therein stated are truly set forth.

GIVEN under my hand and seal of office the day and here aforesaid.

Chantal G. Hook

Print Name: CHANTAL G. HOOK

Notary Public, State of Florida at Large

My Commission Expires:

My Commission No.:



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**CERTIFICATE NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

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

That Nicassio Corporation South, a corporation duly organized and existing under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation in North Palm Beach, Palm Beach County, State of Florida, has named John H. Zehmer as its agent to accept service of process within this state.

Nicassio Corporation South

October 16, 2002
Date

John H. Zehmer
By: John H. Zehmer, Incorporator

ACCEPTANCE

Having been named to accept service of process from the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida Statutes relative to keeping open said office.

October 16, 2002
Date

John H. Zehmer
John H. Zehmer

JHZNICASSIOAOI