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DIVISION OF CORPORATION



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 099814 118517A

AUTHORIZATION :

Patricia Pizutto

COST LIMIT : \$ 78.75

ORDER DATE : May 20, 2003

ORDER TIME : 12:18 PM

ORDER NO. : 099814-005

CUSTOMER NO: 118517A

CUSTOMER: Christina C. Young, Esq
Fuller Holsonback Bivins &
Malloy
Suite 1500
400 North Ashley Drive
Tampa, FL 33602

DOMESTIC FILING

NAME: RUSSO FINANCIAL GROUP, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS: _____

ARTICLES OF INCORPORATION
OF
RUSSO FINANCIAL GROUP, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as the incorporator of Russo Financial Group, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

Russo Financial Group, Inc.

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal business office of the corporation is:

2611 Bayshore Boulevard, Unit #403
Tampa, Florida 33629

and the mailing address of the corporation is:

P.O. Box 1050
Tampa, Florida 33601

ARTICLE III. CAPITAL STOCK

The number of shares of capital stock that the corporation is authorized to issue is 1,000 shares of common stock, having a par value of \$1.00 per share.

ARTICLE IV. INITIAL BOARD OF DIRECTORS

The corporation shall have three directors initially. The names and street addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
Richard P. Russo	2611 Bayshore Boulevard Unit #403 Tampa, FL 33629
Nelson G. Russo	P.O. Box 1050 Tampa, FL 33601

Rosemary Benelli

P.O. Box 1050
Tampa, FL 33601

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 2611 Bayshore Boulevard, Unit #403, Tampa, Florida 33629, and the name of the corporation's initial registered agent at that address is Richard P. Russo.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator is:

Richard P. Russo
2611 Bayshore Boulevard, Unit #403
Tampa, Florida 33629

EXECUTION DATE: May 15, 2003

R. P. Russo
Richard P. Russo
as incorporator

RUSSO FINANCIAL GROUP, INC.

ACCEPTANCE OF REGISTERED AGENT

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That Russo Financial Group, Inc., desiring to organize as a corporation under the laws of the State of Florida with its initial registered office, as indicated in its Articles of Incorporation, at 2611 Bayshore Boulevard, Unit #403, Tampa, Florida 33629, has named Richard P. Russo as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for Russo Financial Group, Inc., at the place designated in this document, the undersigned agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act relative to keeping open the registered office. The undersigned is familiar with, and accepts the obligations of, Section 607.0501, Florida Statutes.

EXECUTION DATE: May 15, 2003

R.P. Russo

Richard P. Russo
as Registered Agent

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