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From: Account Name : STEWART & STORTER
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FLORIDA PROFIT CORPORATION OR P.A.

VALUGARD OF SOUTH FLORIDA, INC.

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ARTICLES OF INCORPORATION
OF
VALUGARD OF SOUTH FLORIDA, INC.,
a Florida corporation

THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the FLORIDA BUSINESS CORPORATION ACT, adopts the following Articles of Incorporation:

FIRST: The name of the corporation (the "Corporation") is:

VALUGARD OF SOUTH FLORIDA, INC.,
a Florida corporation

SECOND: The principal office or mailing address of the Corporation is:

1240 Blue Point Avenue
#B-12
Naples, Florida 34102

THIRD: The aggregate number of shares that the Corporation is authorized to issue is **SEVEN THOUSAND FIVE HUNDRED (7,500)** shares of common stock, the par value of each such share shall be **ONE AND NO/100S DOLLARS (\$1.00)**. Par value shall have no effect on the Corporation's capital structure.

FOURTH: The street address of the initial registered office of the Corporation is:

STEWART & STORTER, ATTORNEYS AT LAW
Suite 700
9180 Galleria Court
Naples, Florida 34109

and the name of the Corporation's initial registered agent at such address is:

JAMES C. STEWART, JR.

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This instrument prepared by:
JAMES C. STEWART, JR., ESQUIRE
Florida Bar No. 436950
9180 Galleria Court, Suite 700
Naples, FL 34109
Phone: 239-594-1800

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FIFTH: The number of directors constituting the initial Board of Directors of the Corporation is two (2), and the name and address of the person who is to serve as director of the Corporation until the first annual meeting of the shareholders of the Corporation, or until one or more successors have been elected and qualify, is as follows:

JEFFRY D. SWIFT
1240 Blue Point Avenue, #B-12
Naples, Florida 34102

RICHARD L. HALLBERG, JR.
3675 Keller Road
Cincinnati, Ohio 45243

SIXTH: The name and address of the sole incorporator is:

JAMES C. STEWART, JR., ESQUIRE
STEWART & STORTER, ATTORNEYS AT LAW
Suite 700
9180 Galleria Court
Naples, Florida 34109

SEVENTH: The corporate existence of the Corporation shall commence on **NOVEMBER 17, 2003.**

IN WITNESS WHEREOF, the undersigned, being the sole incorporator hereinbefore named, for the purpose of forming a corporation under the Florida Business Corporation Act, has executed these Articles of Incorporation, this 17th day of **NOVEMBER, 2003.**

~~James C. Stewart, Jr.~~
Sole Incorporator

I, **JAMES C. STEWART, JR.,** having been designated to act as registered agent, hereby agree to act in such capacity.

~~JAMES C. STEWART, JR.~~

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