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Berman & Norton Breman

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

From: Account Name : BERMAN & ASSOCIATES, P.A.  
Account Number : I20010000185  
Phone : (813)301-0043  
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FLORIDA PROFIT CORPORATION OR P.A.

Dr. Dan Diaco & Associates, Inc.

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**ARTICLES OF INCORPORATION  
OF  
DR. DAN DIACO & ASSOCIATES, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I**

The name of the corporation shall be **DR. DAN DIACO & ASSOCIATES, INC.**

**ARTICLE II**

The corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

**ARTICLE III**

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any one time is 100 shares. All such shares shall be of a single class, designated as common.

**ARTICLE IV**

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

At each election of directors, no shareholder shall be entitled to cumulate his or her votes in voting for the election of directors.

**ARTICLE V**

The bylaws of the corporation may be amended by majority vote of either the directors or the shareholders.

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#### ARTICLE VI

The number of directors of the corporation shall be up to five (5) members or such number as may be fixed by the bylaws of the corporation. The initial board of directors shall consist of four (4) directors whose names and addresses are as follows:

**Dr. Daniel Diaco, President**  
**101 E. Kennedy Blvd., Ste. 2175**  
**Tampa, FL 33602-5150**

**Dr. Joseph Diaco, Vice President**  
**101 E. Kennedy Blvd., Ste. 2175**  
**Tampa, FL 33602-5150**

**Stephen Diaco, Esq., Secretary**  
**101 E. Kennedy Blvd., Ste. 2175**  
**Tampa, FL 33602-5150**

**Joseph Diaco, Esq., Treasurer**  
**101 E. Kennedy Blvd., Ste. 2175**  
**Tampa, FL 33602-5150**

#### ARTICLE VII

The initial registered agent of the corporation is **Catherine M. Norton Breman**. The street address of the corporation's initial registered office is:

**Berman & Norton Breman, A Professional Association**  
**401 S. Florida Avenue, Suite 300**  
**Tampa, FL 33602**

#### ARTICLE VIII

The principal place of business and mailing address of this corporation shall be:

**101 E. Kennedy Blvd., Ste. 2175**  
**Tampa, FL 33602-5150**

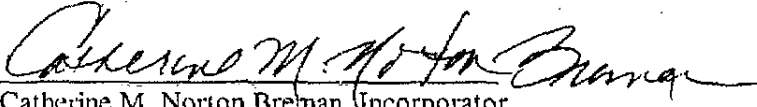
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ARTICLE IX

The name and address of the incorporator to these Article of Incorporation is:

**Catherine M. Norton Breman, Esq.  
Berman & Norton Breman, A Professional Association  
401 S. Florida Avenue, Suite 300  
Tampa, FL 33602**

The undersigned incorporator has executed these Articles of Incorporation this 17<sup>th</sup> day of November, 2003.

  
Catherine M. Norton Breman, Incorporator

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**CONSENT TO SERVE AS REGISTERED AGENT  
FOR  
DR. DAN DIACO & ASSOCIATES, INC.**

Having been named in the state of Florida as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Date: November 17, 2003



Catherine M. Norton Breman, Esq.  
Berman & Norton Breman, A Professional Association  
401 S. Florida Avenue  
Suite 300  
Tampa, FL 33602

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