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Account Name : WILLIAMSON, DIAMOND & CATON, P.A.  
Account Number : 074403003061  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**BRIGHTWATERS ASSOCIATES, INC.**

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**ARTICLES OF INCORPORATION**  
**OF**  
**BRIGHTWATERS ASSOCIATES, INC.**

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ARTICLE 1: NAME AND MAILING ADDRESS

The name of this Corporation is BRIGHTWATERS ASSOCIATES, INC., and its principal office address is: 100 Beach Drive N.E., Suite 1002, St. Petersburg, Florida, 33701; and its mailing address is: 100 Beach Drive N.E., Suite 1002, St. Petersburg, Florida, 33701.

ARTICLE 2: DURATION

This Corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of the State of Florida.

ARTICLE 3: PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 4: CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

RICHARD P. CATON, ESQUIRE  
WILLIAMSON, DIAMOND & CATON, P.A.  
9075 Seminole Boulevard  
Seminole, Florida  
(727) 398-3600

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ARTICLE 5: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 100 Beach Drive N.E., Suite 1002, St. Petersburg, Florida, 33701 and the name of the initial registered agent is RUSSELL D. VAN ZANDT.

ARTICLE 6: INITIAL BOARD OF DIRECTORS

This Corporation initially shall have four (4) 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 addresses of the initial directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
JUDITH A. VAN ZANDT	100 Beach Drive N.E., Suite 1002 St. Petersburg, Florida, 33701
KAREN CARBONELLI	679 Desoto Drive Tierra Verde, Florida, 33715
ROBERT B. CARBONELLI	679 Desoto Drive Tierra Verde, Florida, 33715
RUSSELL D. VAN ZANDT	100 Beach Drive N.E., Suite 1002 St. Petersburg, Florida, 33701

ARTICLE 7: INCORPORATOR

The name and address of each person signing these Articles is:

<u>NAME</u>	<u>ADDRESS</u>
JUDITH A. VAN ZANDT	100 Beach Drive N.E., Suite 1002 St. Petersburg, Florida, 33701
KAREN CARBONELLI	679 Desoto Drive Tierra Verde, Florida, 33715
ROBERT B. CARBONELLI	679 Desoto Drive Tierra Verde, Florida, 33715
RUSSELL D. VAN ZANDT	100 Beach Drive N.E., Suite 1002 St. Petersburg, Florida, 33701

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ARTICLE 8: INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE 9: BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE 10: AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 27<sup>th</sup> day of January, 2004.

  
JUDITH A. VAN ZANDT

  
KAREN CARBONELLI

  
ROBERT B. CARBONELLI

  
RUSSELL D. VAN ZANDT

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

Dated this 27<sup>th</sup> day of January, 2004.

  
RUSSELL D. VAN ZANDT

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