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Florida Department of State  
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**EFFECTIVE DATE**  
04/13/2004

0910.25348

**FLORIDA PROFIT CORPORATION OR P.A.**  
**NEILRON II CORP.**

Certificate of Status	0
Certified Copy	1
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TALLAHASSEE, FLORIDA

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**EFFECTIVE DATE**  
04/13/2004

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**ARTICLES OF INCORPORATION  
OF  
NEILRON II CORP.**

NEILRON II CORP.  
TALLAHASSEE, FLORIDA

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

**ARTICLE I - NAME**

The name of this Corporation is: **NEILRON II CORP.**

**ARTICLE II - TERM OF EXISTENCE**

The Corporation shall be effective as of April 13, 2004 and shall exist perpetually.

**ARTICLE III - PURPOSES**

The purposes of this Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

The shares of Stock of this Corporation shall consist of only one class. The number of shares of Stock that this Corporation is authorized to have outstanding at any one time is 1000 shares of Common Stock having a par value of \$1.00 per share.

**ARTICLE V - PRINCIPAL OFFICE**

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

1717 2<sup>nd</sup> Street, Suite A  
Sarasota, FL 34236

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**ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS**

The street address of the registered office of this Corporation is 1717 2<sup>nd</sup> Street, Suite A, Sarasota, Florida 34236 and the registered agent at such office is NEIL N. MALAMUD.

**ARTICLE VII - DIRECTORS**

This Corporation shall have two (2) directors initially. The number of Directors may be modified from time to time by by-laws adopted by the Shareholders. The names and street address of the members of the first Board of Directors are:

NEIL N. MALAMUD  
1717 2<sup>nd</sup> Street, Suite A  
Sarasota, FL 34236

RONALD R. SHENKIN  
1717 2<sup>nd</sup> Street, Suite D  
Sarasota, FL 34236

**ARTICLE VIII - AMENDMENT**

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the shareholders and approved at a Shareholders Meeting by a majority of the Stock entitled to vote thereon.

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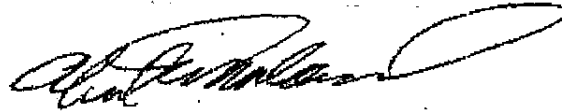
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**ARTICLE IX - INCORPORATORS**

The name and street address of the Incorporator to these Articles of Incorporation is as follows:

NEIL N. MALAMUD  
1717 2<sup>nd</sup> Street, Suite A  
Sarasota, FL 34236

The undersigned executed these Articles of Incorporation this 14<sup>TH</sup> day of April, 2004.



NEIL N. MALAMUD

"INCORPORATOR"

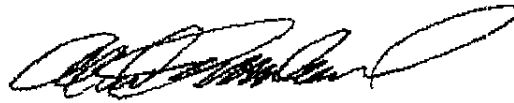
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**ACCEPTANCE OF REGISTERED AGENT**

Having been named Registered Agent to accept service of process for NEILRON II CORP. at the registered office designated in the Articles, 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 obligations of my position as Registered Agent.



NEIL N. MALAMUD  
Registered Agent

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TALLAHASSEE, FLORIDA

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