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FILED
04 APR 12 PM 4:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

307 Airport Pulling Rd. North
P.O. Box 7128, Naples, FL 34101
(239) 643-6263 Fax:(239)643-5243

Attorneys at Law
RICHARD D. SPARKMAN
JEFFREY C. QUINN
KAREN S. BEAVIN

LAW OFFICES

Sparkman & Quinn, P.A.

March 22, 2004

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: THOMAS Z. CLIFTON G.A., INC.

Dear Sir:

In reference to the above, please find enclosed the following:

1. Articles of Incorporation of THOMAS Z. CLIFTON G.A., INC.
2. Designation of Registered Agent.
3. Check in the amount of \$122.50 covering the following:

a. Filing Fee	\$ 35.00
b. Registered Agent Fee	\$ 35.00
c. Certified Copy	\$ 52.50

Please file the original, certify the copy, and return same to this office.

Sincerely,

SPARKMAN & QUINN, P.A.

JEFFREY C. QUINN

JCQ/amp

Enclosures as stated

ARTICLES OF INCORPORATION
OF
THOMAS Z. CLIFTON G.A., INC.

FILED
04 APR 12 PM 4:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber, a natural person competent to contract, hereby presents these Articles of Incorporation for the formation of a corporation under the laws of the State of Florida.

ARTICLE ONE

NAME

The name of this corporation is THOMAS Z. CLIFTON G.A., INC.

ARTICLE TWO

DURATION

The duration of this corporation shall be perpetual.

ARTICLE THREE

PURPOSE

The purpose of this corporation is the transaction of any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE FOUR

STOCK

The corporation shall have authority to issue 7,500 shares of common stock consisting of one class only. The stock shall have a par value of \$1.00 per share.

ARTICLE FIVE

SUBSCRIBERS

The name and street address of the subscriber of the initial

issue of stock under these Articles of Incorporation is Thomas Z. Clifton, 2641 Airport Road South, Suite A-101, Naples, Florida 34112.

ARTICLE SIX

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office shall be 307 Airport Road North, Naples, Florida 34104. The name of the initial registered agent at such address shall be Jeffrey C. Quinn.

ARTICLE SEVEN

CORPORATION'S PRINCIPAL OFFICE

The corporation's principal address is 2641 Airport Road South, Suite A-101, Naples, Florida 34112.

ARTICLE EIGHT

MANAGEMENT

The corporation shall be managed by the shareholders of the corporation instead of a Board of Directors.

ARTICLE NINE

INCORPORATORS

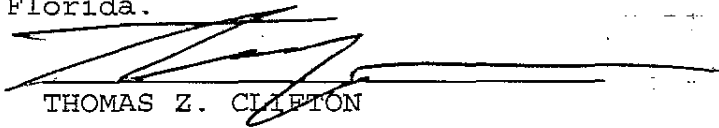
The name and address of the Incorporator is Thomas Z. Clifton, 2641 Airport Road South, Suite A-101, Naples, Florida 34112.

ARTICLE TEN

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned has made and subscribed
the foregoing Articles of Incorporation on this ____ day of March,
2004, in Naples, Collier County, Florida.

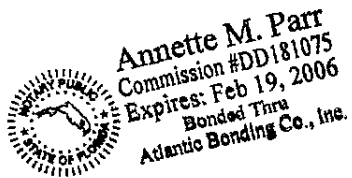

THOMAS Z. CLIFTON

STATE OF FLORIDA


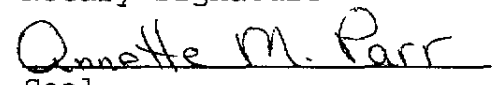
COUNTY OF COLLIER

Before me personally appeared THOMAS Z. CLIFTON, known to me
personally or identified to me by _____
as the person described in and who executed the foregoing
instrument, and acknowledge to and before me that he executed said
instrument for purposes therein expressed.

WITNESS my hand and official seal, this 22 day of March,
2004.

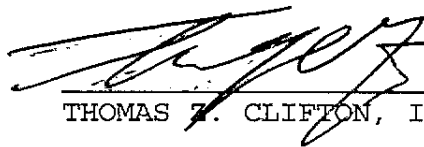


Printed Name


Notary Signature

Seal:
Commission No. DD181075

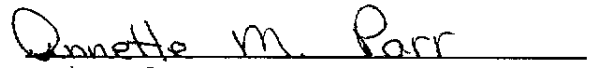
DESIGNATION OF REGISTERED AGENT

THOMAS Z. CLIFTON, the incorporator of THOMAS Z CLIFTON G.A., INC. hereby designates Jeffrey C. Quinn of 307 Airport Road North, Naples, Florida 34104, to be the registered agent of THOMAS Z. CLIFTON G.A., INC. and he by and through this document, hereby accepts the appointment to be registered agent of THOMAS Z. CLIFTON G.A., INC.


THOMAS Z. CLIFTON, Incorporator

SWORN TO and subscribed before me on this 22 day of February, 2004.


Notary Public


Printed Name of Notary

Seal:

My Commission Expires

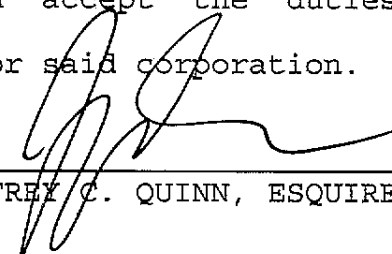


Annette M. Parr
Commission #DD181075
Expires: Feb 19, 2006
Bonded Thru
Atlantic Bonding Co., Inc.


WRITTEN ACCEPTANCE BY REGISTERED AGENT FOR

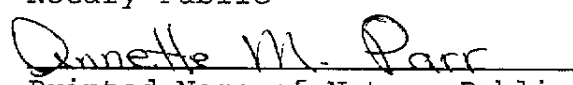
THOMAS Z. CLIFTON G.A., INC.

I HEREBY am familiar with and accept the duties and responsibilities as registered agent for said corporation.


JEFFREY C. QUINN, ESQUIRE


SWORN TO and subscribed before me on this 22 day of March, 2004.


Notary Public


Printed Name of Notary Public

Seal:

My Commission Expires


Annette M. Parr
Commission #DD181075
Expires: Feb 19, 2006
Bonded Thru
Atlantic Bonding Co., Inc.

FILED
04 APR 12 PM 4:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA