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# TRANSMITTAL LETTER

2004 APR 26 PM 3: 40

TALLAHASSEE FLORIDA

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUBJECT: TALM BAY OPINION INC.					
	(PROPOSED CORPORA	re name – <u>must incl</u>	UDE SUFFIX)		
Enclosed are an orig	inal and one (1) copy of the artic	cles of incorporation and	a check for:		
\$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	□ \$78.75 Filing Fee & Certified Copy  ADDITIONAL CO	\$87.50 Filing Fee, Certified Copy & Certificate of Status PY REQUIRED		
FROM:	1853 CAN	(Printed or typed)  (Printed or typed)  Address  3290  State & Zip	S.E.		
Daytime Telephone number					

NOTE: Please provide the original and one copy of the articles.

# of PALM BAY OPINION, INC.

THE UNDERSIGNED incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Article of Incorporation:

ARTICLE I- Name

The name of the corporation shall be Palm Bay Opinion, Inc. (hereinafter referred to as the "Corporation").

# ARTICLE II - Principal Office

The principal place of business of the corporation shall be:

1853 Canova St SE Palm Bay FL 32907

# ARTICLE III - Mailing Address

The mailing address of the corporation shall be:

1853 Canova St SE Palm Bay FL 32907

# ARTICLE IV - Purpose

The purpose for which the corporation is organized is any activity or business permitted under the laws of the State of Florida.

## ARTICLE V - Terms of Existence

The term of existence of this corporation shall be perpetual.

#### ARTICLE VI - Shares of Stock

The number of shares of stock that the corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock having a par value of one dollar (\$1.00). The consideration to be paid for each share of stock shall be determined by the Board of Directors.

Michael Tarzia	_	200
Thomas Redmond -	200	
Edward Geier -	200	
Carmine Tarzia -	200	

#### ARTICLE VI – Board of Directors

The initial Board of Directors shall be appointed by the incorporator. Any changes concerning the number of directors making up the Board of Directors and the qualifications of individuals, corporations, and other entities to be directors shall be provided for in the Bylaws, as amended.

# ARTICLE VIII - Officers

The general officers of the corporation may be the President, Vice President, Secretary, and Treasurer. The principal duties of each officer shall be prescribed in the Bylaws of the corporation, as amended. Any changes concerning the qualifications of the persons entitled to be officers, and the manner in which officers shall be elected or appointed, shall be provided for in the Bylaws, as amended. The initial officers of the corporation shall be:

Michael Tarzia - President
Thomas Redmond - Vice President
Edward Geier - Secretary
Carmine Tarzia - Treasurer

#### ARTICLE IX - Indemnification

The corporation shall indemnify and hold harmless from liability any incorporator, director, and/or officer of the corporation, to the full extent permitted by law.

#### ARTICLE X - Initial Registered Agent

The name and address of the initial registered agent in Florida for the corporation is Michael Tarzia. 1853 Canova Street SE, Palm Bay, Florida 32907

#### ARTICLE XI - Incorporator

The name and address of the incorporator to these Articles of Incorporation is Michael Tarzia, 1853 Canova St SE, Palm Bay, FL 32907

# ARTICLE XII - Amendment

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the holders of outstanding shares of stock, if any, and approved at a shareholders' meeting by a majority of shareholders entitled to vote thereon, unless all of the Directors and all of the shareholders, if any, sign a written statement manifesting their intent that a particular amendment of the Articles of Incorporation be made.

IN WITNESS THEREOF, the undersigned incorporator has made and subscribed these articles of incorporation at , Brevard County, Florida, on

"Muhael Panzin

STATE OF FLORIDA COUNTY OF BREVARD

SWORN TO AND SUBSCRIBED before me this Jan day of ARRIL, 2004, by Who is personally known to me () or has produced

as identification.

NOTARY PUBLIC

# ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent in the articles of incorporation of this corporation, I hereby consent to accept service of process for this corporation at the place designated above and in the articles of incorporation and accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Muluel Tanyin Registered Agent

2004 APR 26 PM 3: 40