

Division of Corporations

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From: Account Name : ROETZEL & ANDRESS
Account Number : 120000000121
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FLORIDA PROFIT CORPORATION OR P.A.

JOHN PAUL ASSOCIATES, INC.

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**ARTICLES OF INCORPORATION
OF
JOHN PAUL ASSOCIATES, INC.**

THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the corporation (the "Corporation") is:

JOHN PAUL ASSOCIATES, INC.

SECOND: The initial principal office and mailing address [specify both if different] of the Corporation is:

**JOHN PAUL ASSOCIATES, INC.
3800 GALT OCEAN DRIVE, #1212
FORT LAUDERDALE, FLORIDA 33908**

THIRD: The aggregate number of shares that the Corporation is authorized to issue is One Thousand (1,000) shares of common stock and the par value of each share shall be one dollar par value (\$1.00). Par value shall have no effect on the Corporation's capital structure.

FOURTH: The street address of the initial registered office of the Corporation is:

**JOHN CLAPPER, III, Esquire
Roetzel & Andress, LPA
850 Park Shore Drive, Suite 3003
Naples, FL 34103**

and the name and address of the Corporation's initial registered agent at such address is:

**JOHN CLAPPER, III, Esquire
Roetzel & Andress, LPA
850 Park Shore Drive, Suite 300
Naples, FL 34103**

FIFTH: The number of directors constituting the initial Board of Directors of the Corporation is three (3), and the name and address of each person who is to serve as a director of the Corporation until the first annual meeting of the shareholders of the Corporation, or until one or more successors have been elected and qualify, is:

**JOHN PASSANESE
3800 GALT OCEAN DRIVE, #1212
FORT LAUDERDALE, FLORIDA 33908**

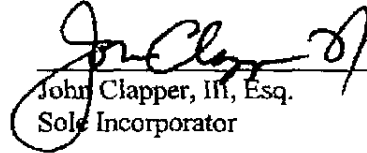
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SIXTH: The name and address of the sole incorporator is:

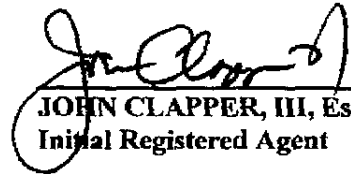
John Clapper, III, Esquire
Roetzel & Andress, LPA
850 Park Shore Drive, Suite 300
Naples, Florida 34103

IN WITNESS WHEREOF, the undersigned, being the sole incorporator herein before named, for the purpose of forming a corporation under the Florida Business Corporation Act, has executed these Articles of Incorporation this 21 day of April, 2004.



John Clapper, III, Esq.
Sole Incorporator

I, **JOHN CLAPPER, III, Esquire**, having been designated to act as registered agent, hereby agree to act in this capacity.



JOHN CLAPPER, III, Esquire
Initial Registered Agent

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