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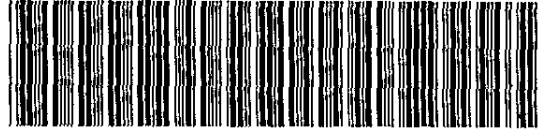
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May 4, 2004

Via Federal Express

Florida Department of State
Division of Corporations
409 E. Gaines Street
P.O. Box 6327
Tallahassee, FL 32301

Re: JAMES MICHAEL AND ASSOCIATES, INC.

Dear Sir:

I am enclosing the original and one (1) copy of the Articles of Incorporation and Acceptance of Registered Agent for the above-names corporation. Please file the Articles and return to me a Certified Copy and Certificate of Status.

Also enclosed is the Incorporator's check in the amount of \$87.50 representing the fees for filing, certified copy and certificate of status.

If you have any questions, please do not hesitate to contact me.

Very truly yours,



Kathy L. Randell
Paralegal

Encs.

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ARTICLES OF INCORPORATION
OF
JAMES MICHAEL AND ASSOCIATES, INC.

The undersigned incorporator delivers these Articles of Incorporation in order to form a corporation under the Florida Business Corporation Act.

ARTICLE I
Name

The name of the Corporation shall be JAMES MICHAEL AND ASSOCIATES, INC.

ARTICLE II
Principal Office

The principal office of the Corporation is located at 228 Markham Woods Road, Longwood, Florida 32779 and its mailing address is the same.

ARTICLE III
Corporate Purposes, Power and Rights

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

ARTICLE IV
Duration of the Corporation

Existence of the Corporation shall commence on the date all fees are paid and these Articles of Incorporation are filed by the Secretary of State and the Corporation shall exist perpetually unless dissolved according to law.

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ARTICLE V
Authorized Stock

The total number of shares of capital stock which the Corporation has the authority to issue is 500 shares of Common Stock, with a \$1.00 par value per share.

ARTICLE VI
Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be 228 Markham Woods Road, Longwood, Florida 32779. The name of the initial registered agent of the Corporation at the registered office shall be James Kinsella.

ARTICLE VII
Initial Board of Directors

The initial Board of Directors shall consist of two (2) persons. The name and address of the persons who shall serve as directors of the Corporation until the first meeting of shareholders are:

<u>Name</u>	<u>Address</u>
James Kinsella	228 Markham Woods Road Longwood, Florida 32779
Andrea M. Kinsella	228 Markham Woods Road Longwood, Florida 32779

ARTICLE VIII
Incorporator

The name and address of the incorporator of the Corporation is:

<u>Name</u>	<u>Address</u>
James Kinsella	228 Markham Woods Road Longwood, Florida 32779

EXECUTED this 7th day of May, 2004.



James Kinsella
Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this Certificate, 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 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, this 7th day of May, 2004.



James Kinsella
Registered Agent

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