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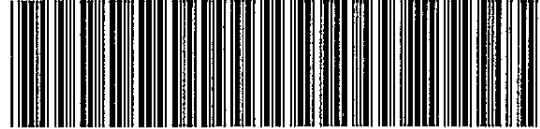
(Business Entity Name)

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 FULLER
HOLSONBACK
BIVINS & MALLOY
ATTORNEYS AND COUNSELORS AT LAW

409 N. ASHLEY DRIVE, SUITE 1500
TAMPA, FL 33602

TELEPHONE (813) 229-9119
FACSIMILE (813) 229-3415

June 20, 2005

VIA FEDEX

Florida Department of State
Division of Corporations
490 E. Gaines Street
Tallahassee, FL 32399

Re: Tampa Bay Professional Alliance, Inc.

Gentlemen:

I enclosed for filing are the following items pertaining to the incorporation of the company referenced above:


1. The original and one copy of the Articles of Incorporation and Acceptance of Registered Agent.
2. Our check payable to you for the following charges:

Filing Fees	\$ 70.00
Certified copy	<u>8.75</u>

TOTAL \$ 78.75

Please approve and file the original Articles of Incorporation and Acceptance of Registered Agent, certify the copy of them, and return the certified copy to us.

Very truly yours,


Jeffery M. Fuller

JMF/lb
Enclosures

ARTICLES OF INCORPORATION
OF

TAMPA BAY PROFESSIONAL ALLIANCE, INC.

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The undersigned, acting as the incorporator of Tampa Bay Professional Alliance, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

Tampa Bay Professional Alliance, Inc.

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal business office and mailing address of the corporation is:

400 North Ashley Drive, Suite 1500
Tampa, Florida 33602

ARTICLE III. CAPITAL STOCK

The number of shares of capital stock that the corporation is authorized to issue is 1,000 shares of common stock, having a par value of \$1.00 per share.

ARTICLE IV. INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The name and street address of the initial director is:

Jeffery M. Fuller
400 North Ashley Drive, Suite 1500
Tampa, Florida 33602

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

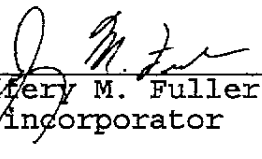
The street address of the initial registered office of the corporation is 400 North Ashley Drive, Suite 1500, Tampa, Florida 33602, and the name of the corporation's initial registered agent at that address is Jeffery M. Fuller.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator is:

Jeffery M. Fuller
400 North Ashley Drive, Suite 1500
Tampa, Florida 33602

EXECUTION DATE: June 20, 2005



Jeffery M. Fuller
as incorporator

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TAMPA BAY PROFESSIONAL ALLIANCE, INC.

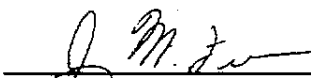
ACCEPTANCE OF REGISTERED AGENT

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That Tampa Bay Professional Alliance, Inc., desiring to organize as a corporation under the laws of the State of Florida with its initial registered office, as indicated in its Articles of Incorporation, at 400 North Ashley Drive, Suite 1500, Tampa, Florida 33602, has named Jeffery M. Fuller as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for Tampa Bay Professional Alliance, Inc. at the place designated in this document, the undersigned agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act relative to keeping open the registered office. The undersigned is familiar with, and accepts the obligations of, Section 607.0501, Florida Statutes.

EXECUTION DATE: June 20, 2005



Jeffery M. Fuller
as Registered Agent

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