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05 OCT 10 AM 10:00
HALLANDALE BEACH, FLORIDA

(1) 10/12/05

LAW OFFICES
WALTER S. MILLSAPS
200 EAST FORSYTH STREET
JACKSONVILLE, FLORIDA 32202

TELECOPIER (904) 354-8111

TELEPHONE (904) 354-8100

October 4, 2005

By Federal Express

Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32399

Re: Small Talk, Inc.

Dear Sir or Madam:

Enclosed are the following documents concerning the formation of the referenced corporation:

1. An original and one copy of the articles of incorporation;
2. An original and one copy of the designation and acceptance of registered agent; and
3. A check for \$70.00 representing the filing fee.

Please file the original documents and return date-stamped copies to us in the envelope provided. Please call with any questions. Thank you.

Very truly yours,


Walter S. Millsaps

Enclosures
/wsm
26684

ARTICLES OF INCORPORATION

OF

SMALL TALK, INC.

ED
05 OCT 10 AM 10:00
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I-NAME

The name of this Corporation is Small Talk, Inc.

ARTICLE II-INITIAL PRINCIPAL OFFICE

The street address of the initial principal office of this Corporation is 1730 Shadowood Lane, Suite 370, Jacksonville, Florida 32207.

ARTICLE III-DURATION

This Corporation shall have perpetual existence.

ARTICLE IV-PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V-CAPITAL STOCK

This Corporation is authorized to issue one hundred (100) shares, all of which shall be of the par value of one cent (\$.01) per share.

ARTICLE VI-INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of

this Corporation is 200 East Forsyth Street, Jacksonville, Florida 32202 and the name of its initial registered agent at such address is Walter S. Millsaps, Esq.

ARTICLE VII-INITIAL BOARD OF DIRECTORS

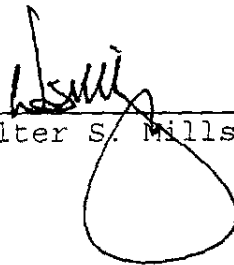
The number of Directors constituting the initial Board of Directors of this Corporation shall be one (1), and the name and address of the persons who are to serve as the initial directors is as follows:

Julie F. Watts

ARTICLE VIII-INCORPORATOR

The name and address of the incorporator is Walter S. Millsaps, Esq., 200 East Forsyth Street, Jacksonville, Florida 32202.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 6th day of October, 2005.



Walter S. Millsaps, Esq.

Acknowledgement

STATE OF FLORIDA)

COUNTY OF DUVAL)

The foregoing instrument was acknowledged before me this
6th day of October, 2005, by Walter S. Millsaps who is
personally known by me.



Cynthia L. Houston
MY COMMISSION # DD088732 EXPIRES
May 1, 2006
BONDED THRU TROY FAIR INSURANCE, INC.

Cynthia L. Houston
Notary Public, State of Florida

Name: _____

My Commission Expires:

My Commission Number is:

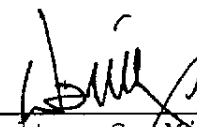
**CERTIFICATE DESIGNATING
REGISTERED AGENT AND REGISTERED OFFICE**

05 OCT 10 AM 10:00

JACKSONVILLE, FLORIDA

In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

First, that Small Talk, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in Jacksonville, State of Florida, has named Walter S. Millsaps, Esq., located at 200 East Forsyth Street, City of Jacksonville, State of Florida, as its agent to accept service of process within Florida.

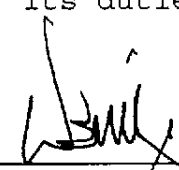


Walter S. Millsaps, Esq.
Incorporator
10/6/05

Date

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, Walter S. Millsaps, Esq. hereby agrees to act in this capacity, and Walter S. Millsaps, Esq. further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.



Walter S. Millsaps, Esq.
10/6/05

Date