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To:

Division of Corporations
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From:

Account Name : SHUMAKER, LOOP & KENDRICK LLP
Account Number : 075500004387
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT/NON PROFIT CORPORATION

ANDREWS & MANNO, P.A.

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DIVISION OF CORPORATION

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H08000140509 3

**ARTICLES OF INCORPORATION OF
ANDREWS & MANNO, P.A.**

The undersigned, acting as incorporator of a Florida corporation under the Florida Professional Service Corporation and Limited Liability Company Act, Chapter 621 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I
NAME

The name of the Corporation is: **Andrews & Manno, P.A.**

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the Corporation's principal office and the mailing address of the Corporation is 4350 W. Cypress St., Suite 200, Tampa, FL 33607.

ARTICLE III
PURPOSE

The Corporation is organized for the purpose of carrying on the practice of law, and to engage in any lawful act or activity in furtherance of the foregoing purpose for which a corporation may be organized under the Florida Professional Service Corporation and Limited Liability Company Act.

ARTICLE IV
CAPITAL STOCK

The Corporation is authorized to issue 1,000 shares of common stock, One Cent (\$0.01) par value per share.

ARTICLE V
RESTRAINT ON ALIENATION

No shareholder may sell or transfer his or her shares in the Corporation except to another individual who is eligible to be a shareholder of the Corporation under the Florida Professional Service Corporation and Limited Liability Company Act.

ARTICLE VI
INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the Corporation and the street address of the initial registered office of the Corporation are as follows:

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TALLAHASSEE, FLORIDA

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Elizabeth E. Andrews
4350 W. Cypress St., Suite 200
Tampa, FL 33607

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The Corporation shall have initially two directors to hold office until the first annual meeting of shareholders and until their successors shall have been elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial directors of the Corporation are:

Elizabeth E. Andrews
4350 W. Cypress St., Suite 200
Tampa, FL 33607

Steven D. Manno
4350 W. Cypress St., Suite 200
Tampa, FL 33607

ARTICLE VIII
INCORPORATOR


The name and address of the person signing these Articles as Incorporator are:

Paul R. Lynch
101 E. Kennedy Blvd., Suite 2800
Tampa, FL 33602

ARTICLE IX
INDEMNIFICATION

The Corporation shall indemnify any person who is or was a Director, Officer, employee, or agent of the Corporation or was serving at the request of the Corporation as a Director, Officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 29th day of May, 2008.


Paul R. Lynch, Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is **Andrews & Manno, P.A.**
2. The name and address of the registered agent and office are:

Elizabeth E. Andrews
4350 W. Cypress St., Suite 200
Tampa, FL 33607

SIGNATURE



Paul R. Lynch

TITLE:

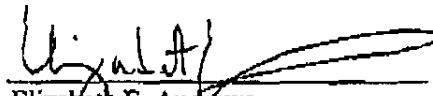
Incorporator

DATE:

May 29, 2008

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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE



Elizabeth E. Andrews

DATE

May 29, 2008