HOLLAND & KNIGHT

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January 31, 1995

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DRUCE MARGER 813-824-6144

Corporate Records Bureau Division of Corporations Department of State P. O. Box 6327 Tallahassee, FL 32301

> personal environments by shirley, inc., a Florida corporation

Gentlemen:

Enclosed please find original and one copy of Articles of Incorporation on the referenced entity, along with check payable to Secretary of State for \$122.50, filing fee and acceptance of Registered Agent. Please furnish the undersigned with one certified copy of Articles of Incorporation on filing.

Thank you for your cooperation in this matter.

Very truly yours,

HOLLAND & KNIGHT

7 1995 BSD FEB

Brace Marger

BM:b/b

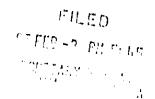
cc: Scott Arndt, C.P.A.

Enclosures

STP-60998.1

ARTICLES OF INCORPORATION
OF
personal environments by shirley, inc.

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The undersigned incorporators, for the purpose of forming a corporation under the provisions of Chapter 607 of the Florida Statutes, hereby adopt the following articles of incorporation.

ARTICLE I - NAME OF CORPORATION

The name of the corporation is personal environments by shirley, inc.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of this corporation is 8069 - 13th Avenue South, St. Petersburg, Florida 33707.

ARTICLE III - TERM OF EXISTENCE

The corporation shall have perpetual existence, commencing on filing.

ARTICLE IV - SHARES

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

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office and the name of its initial registered agent at that office are SHIRLEY INSOFT, 8069 - 13th Avenue South, St. Petersburg, FL 33707.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator of this corporation is: SHIRLEY INSOFT, 8069 - 13th Avenue South, St. Petersburg, FL 33707.

The undersigned have executed these articles of incorporation this 30 that of January, 1995.

SHIRLEY INSOFT

ACCEPTANCE OF REGISTERED AGENT

Having been appointed as the initial registered agent for personal environments by shirley, inc., a Florida corporation, as stated in the foregoing articles of incorporation, I hereby accept such appointment as registered agent. I am familiar with and accept the obligations of my position as registered agent.

SHIRLEY INSOFT

Dated: January 🙈 . 1995

STP-59024.1