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SECRETARY OF STATE
TALLAHASSEE, FI, CHIPA

P.O. DOX 4195

[Address]

SARASOLA 34230

(City, State, Zip) (Phone #)

95 FEB -7 PH 1: 25

SECRETARY OF STATE
TALLAHASSEE, FI, CHIPA
OFFICE USE ONLY

700001399337 -02/08/95--01027--002 ****367.50 ****122.50

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Corporation Name) (Document #) (Carpotation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Walk in Pick up time Certified Copy Mail out Will wait Photocopy Certificate of Status NEW FILINGS AMENDMENTS Profit Amendment NonProfit Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other : Merger OTHER FILINGS REGISTRATION/ QUALIFICATION Annual Report

Foreign

Other

Limited Partnership

Reinstatement Trademark

Fictitious Name

CR2E031(10/92)

Name Reservation

N. 7. 7.

Examiner's Initials

FILED

ARTICLES OF INCORPORATION

OF

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NISLEY INVESTMENTS, INC.

SECRETARY OF STATE

ARTICLE 1. - NAME

The name of the corporation is NISLEY INVESTMENTS, INC.

ARTICLE 2. - PRINCIPAL OFFICE

The principal office of the corporation shall initially be at 2535 Bee Ridge Road, Sarasota, Florida, 34239. The corporation may change its principal office from time to time as permitted by law.

ARTICLE 3. - MAILING ADDRESS

The initial mailing address of the corporation shall be 2535 Bee Ridge Road, Sarasota, Florida, 34239. The corporation may change its mailing address from time to time as permitted by law.

ARTICLE 4. - PURPOSE

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

ARTICLE 5. - SHARES

This corporation is authorized to issue 10,000 shares of voting common stock with a par value of \$1.00 per share.

ARTICLE 6. - PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE 7. - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2033 Main Street, Suite 600, Sarasota, Florida, 34237, and the name of the initial registered agent of this corporation at that address is Icard, Merrill, Cullis, Timm, Furen

& Ginsburg, P.A.; Attention: F. Thomas Hopkins.

ARTICLE 8. - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The name and address of the initial director of this corporation is:

Andrew M. Nisley 2535 Bee Ridge Road Sarasota, Florida 34239

ARTICLE 9. - INCORPORATOR

The name and address of the Incorporator is:

F. THOMAS HOPKINS
ICARD, MERRILL, CULLIS, TIMM,
FUREN & GINSBURG, P.A.
2033 Main Street, Suite 600
Sarasota, Florida 34237

ARTICLE 10. - CUMULATIVE VOTING

All shareholders are entitled to cumulate their votes for directors.

ARTICLE 11. - INDEMNIFICATION

All officers and directors shall be indemnified by the corporation to the fullest extent permitted by law against all expenses and liabilities, including attorneys' fees reasonably incurred in connection with any threatened, pending or completed action, suit or proceeding or settlement thereof in which they may become involved as a party or otherwise by reason of holding such office. The corporation may purchase and maintain insurance on behalf of all officers and directors against any liability asserted against them or incurred by them in their capacity as officers and

> Notary Public, State of Florida My Contrassion Fepires Worch 14, 1995 bended that trey from - Inscience Inc.

State of Florida at Large My Commission Expires:

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT FOR NISLEY INVESTMENTS, INC.

Having been named to accept service of process for the above stated corporation, at the place designated in the corporation's Articles of Incorporation, the undersigned hereby acknowledges and accepts the appointment and agrees to act in this capacity, and it further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

DATED:	1-31-95	•
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ICARD, MERRILL, CULLIS, TIMM, FUREN & GINSBURG, P.A.

F. Thomas Hopkins, its authorized agent

Registered Agent

NISLEY\CALUSA\ARTICLES.NII

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