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REFERENCE : 600065 00746A

AUTHORIZATION

COST LIMIT : \$PREPAID

ORDER DATE : May 16, 1995

ORDER TIME : 2:51 PM

ORDER NO. : 600065

CUSTOMER NO: 00746A

CUSTOMER: Keith Sands, Esq  
FRANSON ALDRIDGE & SANDS, P.A.

Suite 200  
1551 Atlantic Boulevard  
Jacksonville, FL 32207

DOMESTIC FILING

NAME: KIRILLOFF & ASSOCIATES, INC.

XXX ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY  
\_\_\_\_ PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

05/17/95 01002-005  
\*\*\*122.50 \*\*\*122.50

RECEIVED  
95 MAY 16 PM 4:20  
DIVISION OF CORPORATION

FILED  
95 MAY 16 AM 10:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. BROWN MAY 17 1995

ARTICLES OF INCORPORATION  
OF  
KIRILLOFF & ASSOCIATES, INC.

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FILED  
95 MAY 16 AM 10:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I  
Name

The name of this corporation is KIRILLOFF & ASSOCIATES, INC.

ARTICLE II  
Nature of Business

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III  
Capital Stock

The authorized capital of this corporation shall be one thousand (1,000) shares of common stock at a par value of one dollar (\$1.00 per share).

ARTICLE IV  
Term of Existence

This corporation shall exist perpetually.

ARTICLE V  
Address

The initial street address of the principal office of this corporation is:

1496 Kathleen Way  
Green Cove Springs, FL 32043

The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI  
Directors

This corporation shall have one (1) director initially. The number of Directors may be increased or decreased from time to time, by Bylaws adopted by the shareholders.

**ARTICLE VII**  
**Initial Directors**

The name and street address of the member of the first Board of Directors is:

Boris W. Kirilloff  
1496 Kathleen Way  
Green Cove Springs, FL 32043

**ARTICLE VIII**  
**Incorporator**

The name and address of the person signing these Articles of Incorporation is:

Boris W. Kirilloff  
1496 Kathleen Way  
Green Cove Springs, FL 32043

**ARTICLE IX**  
**Section 1244 Stock**

The Board of Directors is authorized to issued "Section 1244 Stock", as defined by Section 1244 of the Internal Revenue Code as the same may be amended from time to time.

**ARTICLE X**  
**Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is:

1496 Kathleen Way  
Green Cove Springs, FL 32043

The name of the registered agent of this corporation located at the address above is:

Boris W. Kirilloff

**ARTICLE XI**  
**Amendment**

These Articles of Incorporation may be amended, altered, changed, or repealed at any time, and from time to time, in the manner now or hereafter prescribed by the applicable Florida Statutes, and all rights conferred on a shareholder herein are granted subject to this reservation. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and

all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XII  
Effective Date

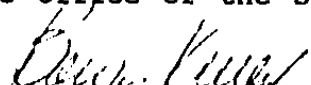
The existence of this corporation shall commence upon the filing of these Articles of Incorporation by the Office of the Secretary of State of the State of Florida.

ARTICLE XIII  
Acceptance of Appointment as Registered Agent

Pursuant to Section 607.034, 607.037, and 607.325, Florida Statutes, the undersigned certifies that he is familiar with and accepts the obligations of the aforementioned statutes as the initial registered agent of this corporation.

  
Boris W. Kirilloff

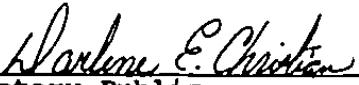
The undersigned submits these Articles of Incorporation for the purpose of filing same with the Office of the Secretary of State of the State of Florida.

 (SEAL)  
Boris W. Kirilloff

STATE OF FLORIDA  
COUNTY OF DUVAL

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared BORIS W. KIRILLOFF, to me known to be the person described herein as the incorporator and who executed the foregoing Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above this 12th day of May, 1995.

  
Notary Public  
State of Florida, at Large  
My Commission Expires: 4/26/99