

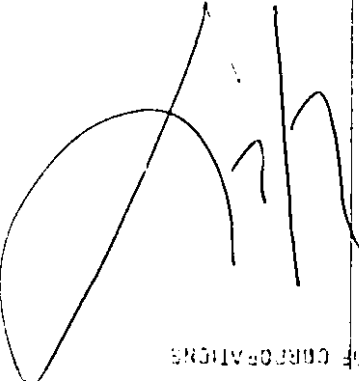
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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: STRAWN & MONAGHAN, P.A.
54 NE 4TH AVE
DELRAY BEACH FL 33483-0-0000
CONTACT: JOEL T. STRAWN OR AUDY R. JOHNSON - 7 PM 3:26
PHONE: (407) 278-9400
FAX: (407) 278-9462
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR PALAHASSEE, FLORIDA
NAME: VOICE INSTITUTE OF FLORIDA, INC.
FAX AUDIT NUMBER: H9500007537
DATE REQUESTED: 07/07/1995
CURRENT STATUS: REQUESTED
TIME REQUESTED: 10:37:31
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 076215000176
ESTIMATED CHARGE: \$122.50
NUMBER OF PAGES: 4
CERTIFIED COPIES: 1

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** ENTER 'N' FOR MENU. **
ENTER SELECTION AND <C>:



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DIVISION OF CORPORATIONS

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FILED
OCT 27 PM 3:36
CLERK OF COURT
STATE OF FLORIDA

ARTICLES OF INCORPORATION
OF
VOICE INSTITUTE OF FLORIDA, INC.

Article I. - Name

The name of this corporation is VOICE INSTITUTE OF FLORIDA, INC..

Article II. - Purpose

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

Article III. - Capital Stock

The aggregate number of shares which this corporation shall have authority to issue is 1,000 shares of common stock, consisting of one class, and having a par value of \$1.00.

Article IV. - Preemptive Right

The shareholders of this corporation, having the same kind, class or series of stock, shall have the preemptive right to purchase, at the price which it is offered to others, a pro rata share (as nearly as may be done without issuance of fractional shares) of unissued or treasury shares of the corporation; or securities of the corporation convertible into or carrying a right to subscribe to or acquire shares.

Article V. - Principal Office or
Mailing Address; Resident Agent

The mailing address of the corporation and the initial

TIMOTHY E. MONAGHAN, ESQUIRE
STRAWN & MONAGHAN, P.A.
54 N. E. FOURTH AVENUE
DELRAY BEACH, FL 33483
(407-278-9400
BAR NO. 698871

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registered office of this corporation is 54 N. E. Fourth Avenue, Delray Beach, Florida 33483, and the name of the initial registered agent of this corporation at that address is TIMOTHY E. MONAGHAN.

Article VI. - Initial Board of Directors

This corporation shall have two (2) Directors initially. The number of directors may be either increased or decreased from time to time through Bylaws adopted by the shareholders, but shall never be less than one (1). The names and addresses of the initial Directors of this corporation are:

NAME	ADDRESS
Audy R. Johnston (Director/President)	54 N. E. Fourth Avenue Delray Beach, FL 33483
Timothy E. Monaghan (Director/Secretary/ Treasurer)	54 N. E. Fourth Avenue Delray Beach, FL 33483

Article VII. - Incorporator

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

NAME	ADDRESS
Timothy E. Monaghan	54 N. E. Fourth Avenue Delray Beach, FL 33483

Article VIII. - Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders; except those Bylaws that may be adopted by the shareholders, and designated as such, shall not be altered, amended or repealed by the Directors.

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Article IX. - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on July 7, 1995.

~~Timothy E. Monaghan, Incorporator~~

STATE OF FLORIDA
COUNTY OF PALM BEACH) SS:

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared TIMOTHY E. MONAGHAN, who is/are personally known to me or who has produced as identification and who did not take an oath.

WITNESS my hand and official seal in the County and State last
aforesaid this 11th day of July, 1995.

Notary Public

Print Name: CAROL - J PRIEST

My Commission Expires:

02 C:\-OTHER\132304\ARTICLES.MIF
July 7, 1995



CAROL J. PRIEST
MY COMMISSION & OCCASIONS EXPIRES
May 20, 1999
RENDERED THEM THEY PAID INSURANCE, INC.

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 607.0501, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

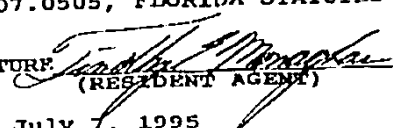
FIRST -- THAT VOICE INSTITUTE OF FLORIDA, INC., DESIRING TO
ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH
ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF DELRAY BEACH, STATE
OF FLORIDA, HAS NAMED TIMOTHY E. MONACHAN, LOCATED AT 54 N. E.
FOURTH AVENUE, CITY OF DELRAY BEACH, STATE OF FLORIDA, AS ITS AGENT
TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE 
(CORPORATE OFFICER)

TITLE: President

DATE: July 7, 1995

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY ACCEPT DESIGNATION AS THE REGISTERED AGENT FOR THE STATED
CORPORATION, AND I HEREBY STATE THAT I AM FAMILIAR WITH AND ACCEPT
THE OBLIGATIONS PROVIDED FOR IN SECTION 607.0505, FLORIDA STATUTES
(1989).

SIGNATURE 
(REGISTERED AGENT)

DATE: July 7, 1995

02 CIV-OTHER\32304\DES.RA
JULY 7, 1995

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FILED
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STATE
TALLAHASSEE, FLORIDA

TOTAL P.05