

LAW OFFICES

GLENN RASMUSSEN & FOGARTY

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July 6, 1995

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32314

600001538596
-07/10/95--01057--004
****122.50 ****122.50

Re: Corporate Strategic Directions, Inc.

Gentlemen:

Enclosed are the following items pertaining to the incorporation of Corporate Strategic Directions, Inc.:

1. The original and one copy of Articles of Incorporation;
2. Acceptance of Registered Agent; and
3. Our check payable to you for the following charges:

Filing fee	\$35.00
Certified copy	52.50
Filing Registered Agent's certificate	<u>35.00</u>
TOTAL	\$122.50

Please approve and file the original Articles of Incorporation, certify the copy of them, and return the certified copy to us.

Very truly yours,

GLENN RASMUSSEN & FOGARTY

Steven W. Vazquez
Steven W. Vazquez

Enclosures
cc: Bert Martin (w/enc.)

SWV/ad
(aad1389)
(1595-001)
July 6, 1995 8:56 AM

7/13/95
[Signature]

ARTICLES OF INCORPORATION
OF
CORPORATE STRATEGIC DIRECTIONS, INC.

The undersigned, acting as the incorporator of CORPORATE STRATEGIC DIRECTIONS, INC., under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is:

CORPORATE STRATEGIC DIRECTIONS, INC.

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal business office and mailing address of the corporation is: 2805 Parkland Boulevard, Tampa, Florida 33629.

ARTICLE III. INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws. The name and street address of the initial director is:

<u>Name</u>	<u>Address</u>
Bertram T. Martin, Jr.	2805 Parkland Boulevard Tampa, FL 33629

ARTICLE IV. CAPITAL STOCK

The number of shares of capital stock that the corporation is authorized to issue is 1,000 shares of common stock, having a par value of \$.01 per share.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 2805 Parkland Boulevard, Tampa, Florida 33629, and the name of the corporation's initial registered agent at that address is Bertrain T. Martin, Jr.

ARTICLE VI. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence at the time and on the date these Articles of Incorporation are filed with the Florida Department of State.


ARTICLE VII. INCORPORATOR

The name and street address of the incorporator are:

Bertram T. Martin, Jr.
2805 Parkland Boulevard
Tampa, FL 33629

The incorporator assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the Board of Directors any rights he has as incorporators to acquire any of the capital stock of this corporation; this assignment shall become effective on the date corporate existence begins.

EXECUTED: July 5, 1995.


Bertram T. Martin, Jr.,
as incorporator

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July 5, 1995 1:44 PM

CORPORATE STRATEGIC DIRECTIONS, INC.

ACCEPTANCE OF REGISTERED AGENT

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That CORPORATE STRATEGIC DIRECTIONS, INC., desiring to organize as a corporation under the laws of the State of Florida with its initial registered office, as indicated in its Articles of Incorporation, at 2805 Parkland Boulevard, Tampa, Florida 33629, has named Bertram T. Martin, Jr., as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for CORPORATE STRATEGIC DIRECTIONS, INC. at the place designated in this document, the undersigned agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act relative to keeping open the registered office. The undersigned is familiar with, and accepts the obligations of, Section 607.0501, Florida Statutes.

DATE: July 5, 1995.


BERTRAM T. MARTIN, JR.