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LAW OFFICES  
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JACKSONVILLE, FLORIDA 32256

TELEPHONE NO. (904) 448-6000

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July 24, 1995

Florida Department of State  
Division of Corporations  
409 Gaines Street  
P.O. Box 6327  
Tallahassee, Florida 32314

2000011553272  
-08/04/95--01009--004  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sirs:

Enclosed herewith, please find the original and one fully conformed copy of the Articles of Incorporation of Expert Resources, Inc. In payment of the filing charges and taxes, I have enclosed herewith a check in the amount of \$122.50.

Will you please file these Articles of Incorporation and return the certified copy to the undersigned.

Thank you for prompt attention to this matter.

Very truly yours,

GARY B. TULLIS

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Enclosure

8/4/95  
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ARTICLES OF INCORPORATION

OF

EXPERT RESOURCES, INC.

ARTICLE I

The name of this corporation is Expert Resources, Inc.

ARTICLE II

This Corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE III

General Purpose and Nature of Business

This corporation is organized for the purpose of transacting and engaging in any and all lawful business or activity permitted under the laws of the United States of America and the laws of the State of Florida, as amended.

ARTICLE IV

Capital Stock

This corporation is authorized to issue one hundred (100) shares of One Dollar (\$1.00) par value common stock which shall be designated as "common stock."

ARTICLE V

No Preemptive Rights Granted

No stockholder of any class of stock of this corporation shall be entitled to preemptive rights to purchase unissued or treasury shares of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares, except to the extent that and upon such terms as the Board of Directors may from time to time determine.

ARTICLE VI

Street Mailing Address of Initial  
Registered Office and Name of Initial Registered Agent

The initial street and mailing address of the principal place of business of said corporation is Four Sawgrass Village, Ste. 130B, Ponte Vedra Beach, Florida, 32082. The initial registered agent is Thomas Kohn, Four Sawgrass Village, Ste. 130B, Ponte Vedra Beach, St. Johns County, Florida, 32082.

ARTICLE VII  
Initial Directors

The number of directors of this corporation initially shall be one (1), which number may be increased or decreased pursuant to the bylaws of the corporation; however, there shall never be less than one director nor more than five directors. The name and address of the initial board of director of this corporation is:

Thomas Kohn  
President/Secretary

Four Sawgrass Village, Ste. 130B  
Ponte Vedra Beach, Florida 32082

ARTICLE VIII

The name and address of the incorporator signing these articles is:


Thomas Kohn

Four Sawgrass Village, Ste. 130B  
Ponte Vedra Beach, Florida 32082

ARTICLE IX  
Amendments

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred upon stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, I, Thomas Kohn, being the incorporator and the original subscriber to the capital stock hereinabove named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of the State of Florida, do make and file this Certificate and by declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 2<sup>nd</sup> day of May, 1995.

  
\_\_\_\_\_  
Thomas Kohn

Certification Designating Place of Business or  
Domicile for the Service of Process Within  
This State, Naming Agent Upon Which Process  
May Be Served

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

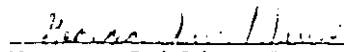
First: That Expert Resources, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Ponte Vedra Beach, County of St. Johns, State of Florida, has named Thomas Kohn, Four Sawgrass Village, Ste. 130B, Ponte Vedra Beach, Florida, 32082, as its agent to accept service of process within the state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

  
\_\_\_\_\_  
Thomas Kohn

Sworn to and subscribed before me  
this 18 day of JULY, 1995  
appeared Thomas Kohn, who is  
personally known to me or who  
produced the following identification

\_\_\_\_\_  
  
Notary Public, State of Florida

\_\_\_\_\_  
Notary Name (Print)  
My Commission expires:

\_\_\_\_\_  
Notary Public, State of Florida  
My Commission Expires Nov. 15, 1996  
Notary No. 0049011