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ACCOUNT NO. : 0721000000032

REFERENCE : 691354 80349A

AUTHORIZATION : *Patricia Pyjett*

COST LIMIT : \$ 122.50

ORDER DATE : September 25, 1995

ORDER TIME : 4:01 PM

ORDER NO. : 691354

CUSTOMER NO: 80349A

CUSTOMER: Ric Gregoria, Esq
WILLIAMS PARKER HARRISON
DIETZ & GETZEN
P.o. Box 3258

400001598044

Sarasota, FL 34230-3258

DOMESTIC FILING

NAME: GIARDINI & ASSOCIATES, INC.

XXX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

SAB
9/26/95

ARTICLES OF INCORPORATION
OF
GIARDINI & ASSOCIATES, INC.

FILED
15 SEP 1 1967

The undersigned incorporator has executed these Articles of Incorporation to establish a corporation (the "Corporation") under the Florida Business Corporation Act (Chapter 607, Florida Statutes).

1. Name. The name of the Corporation is:

Giardini & Associates, Inc.

2. Principal Office. The principal office of the Corporation is:

309 Green Reed Road
DeBary, Florida 32713

3. Mailing Address. The mailing address of the Corporation is:

309 Green Reed Road
DeBary, Florida 32713

4. Authorized Shares. The Corporation is authorized to issue 10,000 shares of common stock having a par value of \$1.00 per share. No share shall be issued except upon payment to the Corporation of the par value of the share in cash or other consideration permitted by law as payment for shares.

5. Bylaws. The initial bylaws of the Corporation shall be adopted by the incorporator or the board of directors. The power to alter, amend or repeat any bylaw shall be vested in the shareholders, except to the extent delegated by the shareholders to the board of directors.

6. Registered Agent and Office. The name of the initial registered agent and the address of the initial registered office of the Corporation is:

Ric Gregoria
200 South Orange Avenue
Sarasota, Florida 34236

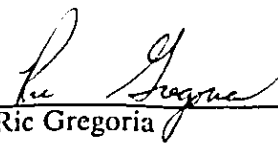
By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, and acknowledges that he is familiar with, and accepts, the obligations of that position.

7. Incorporator. The name and address of the incorporator of the Corporation is:

Ric Gregoria
200 South Orange Avenue
Sarasota, Florida 34236

8. Effective Date. The existence of the Corporation shall commence upon the filing of these Articles of Incorporation by the Florida Department of State.

Dated this 20 day of September, 1995.



Ric Gregoria
Incorporator and Registered Agent