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Thomas E. Acey, Jr.

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Page 670 (1272)
DEPT. OF STATE
TALLAHASSEE, FLORIDA

January 23, 1996

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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***122.50 ***122.50

SUBJECT: DON CANTIN AND ASSOCIATES, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$122.50.

FROM: THOMAS E. ACEY, JR.
2849 EXECUTIVE DRIVE, SUITE 120
CLEARWATER, FL 34622
DAYTIME TELEPHONE NUMBER: 813/573-1050

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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
DON CANTIN AND ASSOCIATES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following articles of incorporation.

ARTICLE I NAME

The name of the corporation is: **Don Cantin and Associates, Inc.**

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 1726 Cypress Trace Drive, Safety Harbor, Florida 34695.

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is: Donald W. Cantin, 1927 Cypress Trace Drive, Safety Harbor, Florida 34695.

ARTICLE V DIRECTORS

The powers of the incorporator are to terminate upon filing of the Articles of Incorporation, and the names and mailing address of the persons who are to serve as directors until the first annual meeting of stockholders or until their successors are elected are as follows:

Name and address: Donald W. Cantin, 1726 Cypress Trace Drive, Safety Harbor, Florida 34695

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ARTICLE VI. DIRECTOR LIABILITY

Directors of the corporation shall not be liable to either the corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach involves: (1) a director's duty of loyalty to the corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the corporations; or (4) a transaction from which the directors derived an improper personal benefit.

IN WITNESS WHEREOF, this undersigned Incorporator has executed these Articles of Incorporation this 23RD day of JANUARY, 1996.

Don Carter

Incorporator

Having been named as registered agent for the above-stated corporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of Section 607.0505, Florida Statutes.

Don Carter

Registered Agent