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FILED

96 FEB -5 AM 10:24

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Dear Sir:

Enclosed please find Articles of Incorporation and the Designation and Acceptance of Registered Agent for filing, together with our check in the amount of \$/22.50 to cover the filing fee, certified copy, designation of registered agent, and charter tax.

I have also enclosed an additional copy of the Articles of Incorporation which I would appreciate having certified and returned to the above address.

Sincerely,

John Starn 1/6/96

Enclosures

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1/6/96
2/5/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 23, 1996

JANE SHANNON
8535-3 BAYMEADOWS RD, SUITE 127
JACKSONVILLE, FL 32256

SUBJECT: SHANNON, ANDERSON AND ASSOCIATES, INC.
Ref. Number: W96000000929

We have received your document for SHANNON, ANDERSON AND ASSOCIATES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 696A00001548

*Thank you for your assistance. The
corrected copy. Please expedite.
Our # if needed is (904) 346-3738.*

Anna Anderson

ARTICLES OF INCORPORATION

OF

Shannon, Anderson and Associates, Inc.

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CLERK OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of FLORIDA.

ARTICLE I NAME

The name of the corporation shall be Shannon, Anderson and Associates, Inc.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having a par value of \$.50 per share.

ARTICLE IV ADDRESS

The street address of the principal office of the corporation shall be 8535-3 Baymeadows Rd., Suite 127, Jacksonville, Florida, 32256 and the name of the initial Registered Agent for the corporation at that address is Jane Shannon.

ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VI TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or

proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

Jane Shannon
Donna Anderson

ARTICLE IX INCORPORATOR

The name and address of the incorporator is:

Jane Shannon
2747 Claremont Circle
Jacksonville, Florida 32207

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this

6th day of

January, 1996
Incorporator:

Jane Shannon

STATE OF Florida COUNTY OF Duval

The foregoing instrument was executed and acknowledged before me this _____ day of December, 1995, by _____.

(SEAL)

State of _____

Commission Expires: _____

Notary Public
My

Jane Shannon

(704) 346-3738

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 19, 1996

Ms. Pamela Hall
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Dear Ms. Hall,

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Sincerely,



Jane Shannon