

AUTHORIZATION Patricia Pyrit

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: MARIA NEWPORT

COST LIMIT : \$ 122,50 ORDER DATE : February 13, 1996 ORDER TIME : 11:21 AM ORDER NO. : 845014 CUSTOMER NO: 8793A 800001713978 CUSTOMER: Muriel Desloovere, Esq LANGFORD & HILL, P.A. 1715 West Cleveland Street Tampa, FL 33606 M 0 13 DOMESTIC FILING NAME: THE VISIONARY GROUP INC. DIVISION OF CORPORATION RECEIVED EFFECTIVE DATE: XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTHERSHIP PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: _ CERTIFIED COPY ___ PLAIN STAMPED COPY

EXAMINER'S INITIALS:

T. BROWN

FEB 1 4 1996

ARTICLES OF INCORPORATION

OF

THE VISIONARY GROUP INC.

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INLLAMASSEE, FLORIDA

The undersigned, for the purpose of forming a Corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation.

Article I - Name

The name of this Corporation is **THE VISIONARY GROUP INC.** The physical and mailing address of this Corporation shall be 3201 Sandy Ridge Drive, Clearwater, Florida 34621, or such other address as may be designated by the Board of Directors.

Article II - Capital Stock

The Corporation shall have the authority to issue 10,000 shares of common stock, without par value.

Article III - Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 1715 W. Cleveland, Tampa, Florida 33606. The initial registered agent of this Corporation is Vicki L. Reeves.

Article IV - Incorporator

is:

The name and address of the person signing these Articles as the incorporator

Vicki L. Reeves Langford & Hill, P.A. 1715 W. Cleveland Post Office Box 3277 Tampa, Florida 33601-3277

Article V - Initial Board of Directors

This Corporation shall have two (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the initial Directors of this Corporation are:

Christopher G. Flori 3201 Sandy Ridge Drive Clearwater, Florida 34621

Marshall DeWolf 3201 Sandy Ridge Drive Clearwater, Florida 34621

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this 12th day of February, 1996.

VICKI L. REEVES

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THESE ARTICLES OF INCORPORATION, 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.

VICKI L. REEVES,

Registered Agent

Date: February 12, 1996