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Michael V. Giordano
Attorney At Law
Post Office Box 16972
Temple Terrace, Florida 33687
(813) 985-6033

March 14, 1996

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

Re: Incorporation of Inmate Services, Inc.

Enclosed please find Original and one copy of Articles of Incorporation to be filed for Inmate Services, Inc.

I am enclosing my check in the sum of \$122.50 representing the filing fee (\$35.00), Certified copy of Articles of Incorporation (\$52.50) and Resident Agent designation (\$35.00). Please return the certified copy of the Articles of Incorporation and the Certificate of Incorporation directly to me.

Thank you for your kind service. If it is possible to do so, I would appreciate a collect long distance telephone call being made to me at (813) 229-3219 to advise me or my office when the Articles have been filed.

Thank you in advance for your kind service and cooperation.

Sincerely,



Michael V. Giordano

Enclosures

Dmc
3/25/96

FILED
96 MAR 18 AM 8:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

INMATE SERVICES, INC.

FILED

96 MAR 18 AM 8:51

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned incorporator hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the Florida Business Corporation Act.

ARTICLE I: NAME

The name of the corporation shall be:

INMATE SERVICES, INC.

ARTICLE II: PRINCIPAL OFFICE

The address of the principal office of the corporation is: 3535 Tiger Creek Forest, Lake Wales, Florida 33853. The mailing address for the corporation is: 3535 Tiger Creek Forest, Lake Wales, Florida 33853.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any time is Ten Thousand (10,000) shares having a par value of one dollar (\$1.00) per share.


ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent for the corporation is: Michael V. Giordano, Suite 1745, 100 S. Ashley Drive, Tampa, Florida 33602.

ARTICLE V: INCORPORATOR

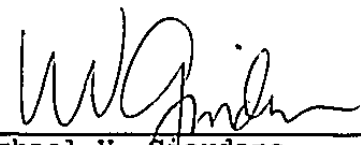
The name and street address of the incorporator to these Articles of Incorporation is: James E. Birk, 3535 Tiger Creek Forest, Lake Wales, Florida 33853.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 14th day of March, 1996.


James E. Birk
Incorporator

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in Article IV of the foregoing Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all Statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.


Michael V. Giordano

Date: 3-14-96