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5/29/96

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STATE OF FLORIDA
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TALLAHASSEE, FL 32399

FROM: BARNETT, BOLT, KIRKWOOD & LONG
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: LESLIE RAE, INC.

FAX AUDIT NUMBER: H96000007564

CURRENT STATUS: REQUESTED

DATE REQUESTED: 05/29/1996

TIME REQUESTED: 16:11:01

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 MAY 30 AM 10:00

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ARTICLES OF INCORPORATION
OF
LESLIE RAE, INC.

The undersigned hereby organizes a corporation for profit under the provisions of the Florida Business Corporation Act, and pursuant to the following Articles of Incorporation:

ARTICLE 1

Name

The name of this corporation is:

Leslie Rae, Inc.

ARTICLE 2

Duration

This corporation shall have perpetual existence, commencing upon filing.

ARTICLE 3

Principal Office and Mailing Address

The address of the principal office and the mailing address of this corporation is:

5806 Occident Street North
Tampa, Florida 33614

Peter T. Kirkwood, Esq.
Barnett, Bolt, Kirkwood & Long
601 Bayshore Boulevard, Suite 700
Tampa, Florida 33606
(813) 253-2020
Fl. Bar #285994

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ARTICLE 4

Capital Stock

This corporation is authorized to issue ten thousand (10,000) shares of common stock, each with a par value of one cent (\$0.01).

ARTICLE 5

Preemptive Rights

This corporation elects to have preemptive rights.

ARTICLE 6

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is: 601 Bayshore Boulevard, Suite 700, Tampa, Florida 33606, and the name of the initial registered agent of this corporation at that address is: Peter T. Kirkwood.

ARTICLE 7

Incorporator

The name and address of the sole incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Peter T. Kirkwood	601 Bayshore Boulevard, Suite 700 Tampa, Florida 33606

ARTICLE 8

Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time

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to time in the manner provided in the bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Steve Cox	5806 Occident Street North Tampa, Florida 33614

ARTICLE 9

Indemnification


This corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE 10

Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 29th day of May, 1996 and acknowledges that he is familiar with, and accepts, the obligations of registered agent of this corporation.


PETER T. KIRKWOOD, Incorporator and
Registered Agent

14/MS005/LR-A0150

SECRETARY OF STATE
ALACHUA, FLORIDA

96 MAY 30 AM 10:00

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