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[LAW OFFICE OF JOHNNIE L. MAHAN, ESQ.]

(1000) Oakwood Circle, Tampa, FL 33615 • (813) 249-4929

June 26, 1996

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****122.50 ****122.50

Department of State
Corporate Records Bureau
409 East Gaines Street
Tallahassee, Florida 32301

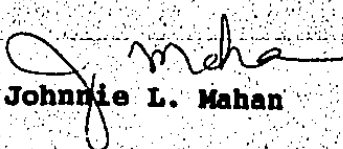
Re: Filing Articles of Incorporation

Dear Sir:

Enclosed please find Articles of Incorporation for the following entity: JOANNE MURRAY, INC. It desires to be incorporated in the State of Florida. I have enclosed the Certificate designating Resident Agent and Acceptance. Please file the Articles and return a certified copy to Johnnie L. Mahan at 8366 Galewood Circle, Tampa, Florida 33615. Naturally, I have also enclosed the appropriate filing fee of \$122.50 in the form of a check.

If you have any questions, do not hesitate to telephone me at 813-249-4929.

Regards,


Johnnie L. Mahan

Dmc
7-5-96

FILED
96 JUL -1 PM 12:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
JOANNE MURRAY, INC.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopt the following articles of incorporation for such corporation:

NAME

The name of this corporation is Joanne Murray, Inc.

DURATION

The period of duration of this corporation is perpetual.

PURPOSE

The purposes for which this corporation is organized are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

AUTHORIZED SHARES

1. The aggregate number of shares that the corporation shall have the authority to issue is 1,000,000 shares of capital stock with value of \$1.00 per share.
2. The sum of the value of all the Capital Stock of the corporation that have been authorized and issued shall be the stated capital of the corporation at any particular time.
3. The holders of the outstanding Capital Stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of Capital Stock of the corporation.
4. The shares of the corporation are not to be divided into classes.

**ARTICLES OF INCORPORATION
OF
JOANNE MURRAY, INC.**

5. The corporation is not authorized to issue shares in series.

REGISTERED AGENT

The initial address in Florida of the initial registered office of the corporation is 8366 Galewood Circle, Tampa, Florida, 33615 and the name of the initial registered agent at such address is Johnnie L. Mahan.

BOARD OF DIRECTORS

1. The initial Board of Directors shall consist of two members, who need not be a resident of the State of Florida or shareholders of the corporation.

2. The names and addresses of the persons who shall serve as directors until the first annual meeting of shareholders, or until their successors shall have been elected and qualified are as follows:

Joanne Mahan (President)	Johnnie L. Mahan (Vice President)
8366 Galewood Circle	8366 Galewood Circle
Tampa, Florida 33615	Tampa, Florida 33615

INITIAL INCORPORATORS

The name and address of the initial incorporator is as follows:

Joanne Mahan
8366 Galewood Circle
Tampa, Florida 33615

ARTICLES OF INCORPORATION
OF
JOANNE MURRAY, INC.

SHAREHOLDER POWERS

1. An affirmative vote of three-fourths of the shares of the corporation shall be required for any shareholder action.

2. The shareholders shall have the power to adopt, amend, alter, change, or repeal the Articles of Incorporation when proposed and approved at a shareholder meeting, with not less than a three-fourths vote of the common stock.

3. The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms, and conditions that shall be fixed by the Board of Directors, such of the shares of this corporation as may be issued for money, or any property or service, from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder and all shares of common stock currently authorized and issued.

PRINCIPAL OFFICE

The address of the principal office of the corporation is 8366 Galewood Circle, Tampa, Florida, 33615.

CUMULATIVE VOTING RIGHTS

The shareholders of this corporation shall be allowed to vote their shares cumulatively so as to give one shareholder as many votes as the number of directors to be elected multiplied by the number of shareholder's shares, to distribute them among as many

ARTICLES OF INCORPORATION
OF
JOANNE MURRAY, INC.

candidates as said shareholder may wish. Notice must be given by any shareholder to the President or any Vice President of said corporation not less than 24 hours prior to the time set for the holding of a shareholder's meeting for the election of directors that said shareholder intends to cumulate his or her vote at said election.

IN WITNESS WHEREOF, THE UNDERSIGNED has made and subscribed of these Articles of Incorporation at Tampa, Florida, on the 26th day of June 1996.

Joanne Mahan
Joanne Mahan

STATE OF FLORIDA
HILLSBOROUGH COUNTY

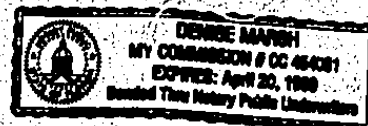
Before me the undersigned authority, personally appear:
Joanne Mahan, whose Fla. D/L # is M500-433-59-543-0, and who, after being by me first duly sworn, upon this oath, deposes and says:

That she is the incorporator and subscriber of the foregoing Articles of Incorporation and that the contents therein are true and correct to the best of her knowledge and belief.

SWORN TO AND SUBSCRIBED before me this 26th day of June 1996.

Denise Marsh

Notary Public, State of Florida



ARTICLES OF INCORPORATION
OF
JOANNE MURRAY, INC.

FILED

96 JUL -1 PM 12:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM SERVICE MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

Joanne Murray, Inc. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business located at 8366 Galewood Circle, Tampa, Florida, 33615, has named Johnnie L. Mahan, whose address is 8366 Galewood Circle, Tampa, Florida, 33615, as its agent to accept service of process within the State of Florida.

Joanne Mahan
Joanne Mahan President
June 26, 1996

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, 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.

Johnnie L. Mahan
Johnnie L. Mahan
June 26, 1996