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FAX: (904) 922-4000 PHONE: (904) 305-6735 FAX: (904) 385-6761
(((H96000009357))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: STEVENSON ENTERPRISES, INC. FAX AUDIT NUMBER: H96000009357
CURRENT STATUS: REQUESTED DATE REQUESTED: 07/08/1996 TIME REQUESTED:
08:58:52 CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0 NUMBER OF
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DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

ARTICLE I - NAME

The name of this corporation is The Stevenson Group, Inc.

ARTICLE II - PRINCIPAL OFFICE

The mailing address of this corporation shall be
1380 SW 17th Street
Boca Raton, Florida 33486

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated as "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4400 North Federal Highway, Boca Raton, Florida 33431 and the name of the initial registered agent of this corporation at the address is Philip M. Roman, P.A., a Florida corporation.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation shall initially have two (2) Directors to hold office until the first annual meeting of stockholders and their successors shall have been duly elected and qualified, or until the earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-laws of the Corporation. The names and address of the initial Directors are:

Peter B. Stevenson
President and Treasurer
1380 SW 17th Street
Boca Raton, Florida 33486

Carol B. Stevenson
Vice President and Secretary
1380 SW 17th Street
Boca Raton, Florida 33486

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LAW OFFICES OF PHILIP M. ROMAN, P.A.
4400 NORTH FEDERAL HWY, BOCA RATON, FL 33434
FLORIDA BAR #1847364
361-338-7337

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ARTICLE VII - INCORPORATOR

The name and address of the Incorporator signing these Articles is:

Philip M. Roman
Philip M. Roman, P.A., a Florida corporation
4400 North Federal Highway
Suite 210
Boca Raton, Florida 33431

ARTICLE VIII - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

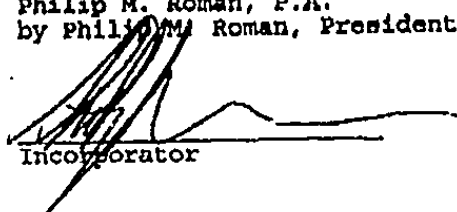
ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision 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 on the date of signing.

Dated: June 28, 1996

Philip M. Roman, P.A.
by Philip M. Roman, President


Incorporator

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Certificate designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with Section 607.0501, Florida, Statutes, the following is submitted:

First that The Stevenson Group, Inc., desiring to organize or qualify under the laws of the State of Florida, has named the Law Offices of Philip M. Roman, a Florida Corporation, located at 4400 N. Federal Highway, Boca Raton, Florida 33431, to accept service of process within Florida.

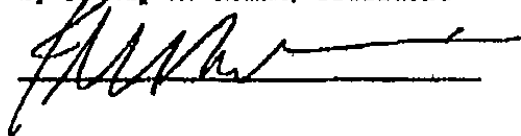
Dated: June 28, 1996


Philip M. Roman, Incorporator

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. I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: June 28, 1996

Law Offices of Philip M. Roman
by Philip M. Roman, President



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TALLAHASSEE, FLORIDA

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