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CAREY, O'MALLEY, WHITAKER & MANSON, P.A.

ATTORNEYS AT LAW

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POST OFFICE BOX 400
TAMPA, FLORIDA 33601-0400

96 AUG 19 PM 3:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MICHAEL H. CAREY
DOUGLAS P. MANSON
RANDALL P. MUELLER
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ANDREW M. O'MALLEY
JACK H. PEPPER, JR.
DANIEL D. WHITAKER

TELEPHONE: (813) 221-0210
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August 14, 1996

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

500001925825
-08/20/96--01019--019
****122.50 ****122.50

Re: David Howard Associates, Inc.

To Whom It May Concern:

Enclosed are two originals of Articles of Incorporation for the above-named corporation. Please file one original and certify and return one original to me. A self-addressed envelope is included for your convenience.

Also enclosed is our firm check in the amount of \$122.50, to cover the following costs:

1.	Filing fee	\$35.00
2.	Designation of Registered Agent	35.00
3.	Certified copy of Charter	<u>52.50</u>
	Total	\$122.50

Thank you. If you have any questions, please give me a call.

Sincerely,

CAREY, O'MALLEY, WHITAKER & MANSON, P.A.

Nancy Barnes
Nancy Barnes, Paralegal

NRB/trn
Enclosures

cc: David Howard Associates, Inc.

PH
8/20/96
20-0212

ARTICLES OF INCORPORATION
OF
DAVID HOWARD ASSOCIATES, INC.

FILED
96 AUG 19 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: DAVID HOWARD ASSOCIATES, INC.

ARTICLE 2

Mailing Address

The mailing address of this corporation is:

Suite 1303
3450 Palencia Drive
Tampa, Florida 33618.

ARTICLE 3

Shares

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of One Dollar (\$1.00) par value common stock.

ARTICLE 4

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is Suite 1303, 3450 Palencia Drive, Tampa, Florida 33618, and the name of the initial registered agent of this corporation at that address is David W. Howard.

ARTICLE 5

Incorporator

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

David W. Howard
Suite 1303
3450 Palencia Drive
Tampa, Florida 33618

ARTICLE 6

Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

David W. Howard
Suite 1303
3450 Palencia Drive
Tampa, Florida 33618

The method of election of directors will be as stated in the Bylaws.

ARTICLE 7

Indemnification

The corporation may enter into indemnification agreements and adopt Bylaw provisions for indemnification of any officer or director, or any former officer or director, or may provide, at the corporation's election, for indemnification of any officer or director, or any former officer or director, without agreement or Bylaw provisions to the full extent permitted by law. The corporation shall not be subject to court-ordered indemnification pursuant to Section 607.0850(9), Florida Statutes.

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



David W. Howard

STATE OF FLORIDA)
) SS.
COUNTY OF HILLSBOROUGH)

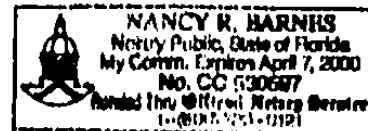
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this 14th day of August, 1996
by David W. Howard who is personally known to me or who has produced nila
as identification.

Nancy R. Barnes
Name typed/printed Nancy R. Barnes
Notary Public, State of Florida
Commission No. and Seal:



Acceptance of Registered Agent

Having been named as registered agent to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment of 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.

David W. Howard
David W. Howard