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August 20, 1996

Department of State, Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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*****70.00 *****70.00

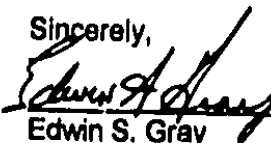
Re: PROFESSIONAL SUPPORT CENTER INC.

Ladies and Gentlemen:

Please find enclosed for filing one original and one copy of the Articles of Incorporation of Professional Support Center Inc. Also enclosed is a check in the amount of \$70.00 as the appropriate filing fee.

Please return the copy, stamped to show the date of filing, to the undersigned.

Sincerely,



Edwin S. Gray

6100 Rockside Woods Blvd., Suite #100,
Independence, OH 44131

1 AUG 29 1996

BSB

FILED
96 AUG 26 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
PROFESSIONAL SUPPORT CENTER INC.**

FILED
96 AUG 26 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the Corporation is Professional Support Center Inc.

ARTICLE II

The principal place of business and mailing address of this corporation shall be 421 Manor Blvd., Palm Harbor, FL 34683.

ARTICLE III

The aggregate number of shares which the Corporation has authority to issue is 1,000 shares of common stock with no par value.

ARTICLE IV

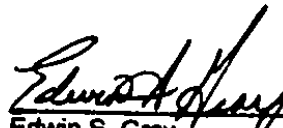
The address of the initial registered office of the Corporation is 421 Manor Blvd., Palm Harbor, Florida 34683, and the name of the Corporation's initial registered agent for service of process at such address is Edwin S. Gray.

ARTICLE V

The name and address of the incorporator to these Articles of Incorporation is:
Edwin S. Gray, 6100 Rockside Woods Blvd., Suite #100, Independence, OH 44131.

IN WITNESS WHEREOF, I have hereunto set my hand this 20th day of

August, 1986.


Edwin S. Gray
6100 Rockside Woods Blvd., Suite #100,
Independence, OH 44131

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Professional Support Center Inc.
2. The name of the registered agent and office is:

Edwin S. Gray
421 Manor Blvd., Palm Harbor, Florida 34683

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

SIGNATURE

Edwin S. Gray

DATE

8/20/96

96 AUG 26 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED