

P96000074962



THE COMPANY CORPORATION

1314 N. Market Street • Wilmington, Delaware 19801-1151 • Telephone (302) 575-0440 • Fax (302) 575-1346

96 SEP -6 PM 12:03

SECRET OF STATE
TALLAHASSEE, FLORIDA

September 3, 1996

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Provus, Inc.
P3364792 DES

900001941398
-09/06/96--01060--017
*****70.00 *****70.00

Dear Sir or Madam:

Enclosed please find Articles of Incorporation (and related documents, if appropriate) and our check in the amount of \$70.00 for Provus, Inc.

Please file at your earliest convenience and return confirmation to my attention at the address which is listed above.

Please feel free to contact me directly at 1-302-575-0440, ext.7003, with questions regarding the enclosed application.

Sincerely,

Kimberly Andras

Kimberly Andras
Non-Delaware Filings

enc.

9/10/96

ARTICLES OF INCORPORATION
OF
Provus, Inc.

FILED
96 SEP -6 PM 12:03
CLERK OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

FIRST: The name of the corporation shall be Provus, Inc.

SECOND: The address of the initial registered office of the corporation is 9214 Highland Ridge Way, Tampa, FL 33647, County of Hillsborough. The name of the registered agent located at said address is Anne C. Desonier.

THIRD: The principal address of the corporation is 9214 Highland Ridge Way; Tampa FL 33647.

FOURTH: The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

FIFTH: The total authorized stock of this corporation is divided into 100 shares of no par value.

SIXTH: The number of directors constituting the initial board of directors is one, and the name(s) and address(es) who will serve as directors until the first annual meeting of shareholders or until their successors are as follows:

David M. Desonier Jr. 9214 Highland Ridge Way; Tampa FL 33647

SEVENTH: The duration of the corporation is perpetual.

EIGHT: This is Close Corporation.

NINTH: The name(s) and address(es) of the persons who are to act as incorporator(s) are as follows:

Kimberly Andras c/o The Company Corporation
1313 N. Market Street, Wilmington DE 19801.

We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 27th day of August, 1996.

Kimberly Andras
State of Delaware

County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 7th day of August, 1996 by Kimberly Andras

NOTARY PUBLIC-DELAWARE

Appointed October 6, 1994

Term 2 Years

Susan M. Griffin
Notary Public

This document was prepared by Kimberly Andras, 1313 N. Market Street, Suite 3410; Wilmington DE 19801 (302) 575-0440

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON PROCESS MAY BE SERVED.**

In compliance with Section 43.091, Florida Statutes, the following is submitted:

First, this PROVUS, INC.
desiring to organize under the laws of the State of Florida with its principal
place of business located in the city of Tampa, State of
Florida, has named Anne C. Desorier located at
9214 Highland Ridge Way
_____ as its agent for service of
process within Florida.

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.

Anne C. Desorier

8/19/96
Date