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TO: DIVISION OF CORPORATIONS FAX #: (904)922-4001  
FROM: CORPORATE CREATIONS INTERNATIONAL INC. ACCT#: 073171003004  
CONTACT: JOHNNY C RODRIQUEZ  
PHONE: (305)672-0686 FAX #: (305)672-9110  
NAME: STV AND ASSOCIATES, INC.  
AUDIT NUMBER.....H96000013850  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
CERT. OF STATUS..1 PAGES..... 4  
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Articles of Incorporation  
of  
STJ and Associates, Inc.

Article I. Name

The name of this Florida corporation is:  
STJ and Associates, Inc.

Article II. Address

The mailing address of the Corporation is:  
STJ and Associates, Inc.  
13534 Brightstone Street  
Wellington FL 33414

Article III. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Tom Craft  
11000 Prosperity Farms Road, Suite 301  
Palm Beach Gardens FL 33410

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

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The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Sherry Muller

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.  
401 Ocean Drive • Suite 312 • Door Code #125  
Miami Beach FL 33139-6629

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective October 2, 1996

The authorized representative of the incorporator executed these Articles of Incorporation on September 27, 1996

Corporate Creations International Inc.

By: 

Brian R. Fons Vice President

Corporate Creations International Inc.  
401 Ocean Drive • Suite 312 • Door Code #125  
Miami Beach FL 33139-6629  
(305) 672-0686

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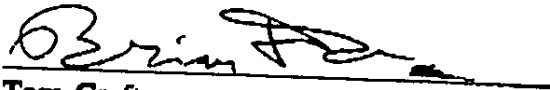
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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT AND REGISTERED OFFICE**

**CORPORATION:**  
STJ and Associates, Inc.

**REGISTERED AGENT:**  
Tom Craft  
11000 Prosperity Farms Road, Suite 301  
Palm Beach Gardens FL 33410

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



Tom Craft  
By: Brian R. Fons as attorney-in-fact

Date: 10/2/96

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