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DAVID J. WOLLINKA

PLEASE REPLY TO ABOVE ADDRESS  
SEPTEMBER 27 1996

Corporate Records Bureau  
Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, Florida 32304

000001963040  
-10/02/96--01060--006  
\*\*\*\*122.50 \*\*\*\*122.50

Re: TSR GROUP, INC.

Gentlemen:

Enclosed please find the original and duplicate of Articles of Incorporation of the above-captioned corporation, which we ask that you file. We enclose herewith our check in the amount of \$122.50, broken down as follows:

\$35.00 Filing Fee  
\$52.50 Certified Copy  
\$35.00 Resident Agent Fee

If the same meets with your approval, please return the certified copy to the attention of the undersigned at the above-captioned address.

Thank you for your courtesies.

Very truly yours,



DAVID J. WOLLINKA

DJW:SF

Enclosures (2)

1. Articles of Incorporation
2. Check

FILED  
96 OCT -2 AM 8:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AB 10/4

ARTICLES OF INCORPORATION  
OF  
TSR GROUP, INC.

FILED  
96 OCT -2 AM 8:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is TSR GROUP, INC.

ARTICLE II - PURPOSE

The purpose of this corporation shall be to engage in any lawful business or purpose whatever for which corporations may be organized under the Florida Corporation Law of the Florida Statutes as made and amended.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Three Hundred (300) shares of common stock, having a par value of Ten Dollars (\$10.00) per share.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is not to be less than Three Thousand and No/100ths Dollars (\$3,000.00).

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - ADDRESS

The initial principal place of business of this corporation in the State of Florida is 9909 Woodbay Drive, Tampa, Florida 33626, having a post office address of the same.

#### ARTICLE VII - DIRECTORS

The corporation shall have not less than three (3) Directors initially. The number of Directors may be increased or diminished from time to time by the By-Laws adopted by the Stockholders, but shall never be less than two (2). Vacancies in the Board of Directors may be filled by a majority vote of the remaining Directors at a meeting so called for that purpose, which newly elected Directors shall serve the remaining unexpired term. A majority of Directors, present at any Directors' meeting, shall constitute a quorum.

#### ARTICLE VIII - INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Toufic S. Moumne	9909 Woodbay Dr., Tampa, Fl 33626
Samuel W. Bailey, Jr.	3613 Vasconia Rd., Tampa, Fl 33629
August E. Luedke	954 Ridgewood Ter., Tarpon Springs, Fl 34689

#### ARTICLE IX - SUBSCRIBERS

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATIONS</u>
Toufic S. Moumne	9909 Woodbay Dr. Tampa, Fl 33626	100	\$1000
Samuel W. Bailey, Jr.	3613 Vasconia Rd. Tampa, Fl 33629	100	\$1000
August E. Luedke	954 Ridgewood Ter. Tarpon Springs, Fl 34689	100	\$1000

#### ARTICLE X - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders' meeting by a majority of the Stockholders entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI - RESIDENT AGENT

The Resident Agent for service of process shall be DAVID J. WOLLINKA, whose address is 2312 U.S. Highway 19, Holiday, Florida 34690.

IN WITNESS WHEREOF we have hereunto set our hands and seals and filed the foregoing Articles of Incorporation under the Laws of the State of Florida, this 26 day of September, 1996.

Toufic S. Moumne  
TOUFIC S. MOUMNE (SEAL)

Samuel W. Bailey, Jr. (SEAL)  
SAMUEL W. BAILEY, JR.

AUGUST E. LUEDKE (SEAL)  
AUGUST E. LUEDKE

I hereby accept the designation for Resident Agent.

DAVID J. WOLLINKA

STATE OF FLORIDA     )  
                                      : ss.  
COUNTY OF             )

I hereby certify that on this day before me, a notary public duly authorized in the State and County above named to take acknowledgments, personally appeared TOUFIC S. MOUMNE, SAMUEL W. BAILEY, JR., and AUGUST E. LUEDKE who are personally known to me, or who have produced \_\_\_\_\_ as identification, to me known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation and acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 26<sup>th</sup> day of September, 1996.

Sandra C. Frote  
Notary Public  
Name:  
My Commission Expires:

