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SAMUEL NUCCIO

ATTORNEY AT LAW

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FILED

96 OCT 14 PM 1:59

TO Fla. Dept. of State
Division of Corporations
Tallahassee, Fl.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
SUBJECT Incorporation of L. P.
Enterprises + Associates, Inc.

MESSAGE

DATE 10/11/96

Dear Sir, Enclosed are the Articles of Incorporation
in duplicate and check no. 113 in amount of
\$122.50. Please file the corporation and return
the filed Articles.

SIGNED Samuel J. Nuccio

REPLY

DATE

OK 10/15/96

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****122.50 ****122.50

SIGNED

ARTICLES OF INCORPORATION
OF
L.P. ENTERPRISES & ASSOCIATES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation shall be L.P. ENTERPRISES & ASSOCIATES, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence and shall commence upon filing hereof.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of providing information to customers regarding various topics by the use of telephone lines, and for such other business activities as permitted under local, state, and Federal law.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares at \$5.00 par value common stock.

ARTICLE V - INITIAL CAPITAL

The amount of the capital with which this corporation shall begin business is \$500.00.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 29629 Flying Cloud Ave., Big Pine Key, Florida 33043 and the name of the registered agent of this corporation is LINDA A. O'CONNOR.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have (2) Directors initially. The number of Directors may be increased or decreased from time to time by the by-laws. The names and addresses of the initial Directors are: LINDA A. O'CONNOR and PHILIP C. O'CONNOR of 29629 Flying Cloud Ave., Big Pine Key, Florida 33043.

ARTICLE VIII - INCORPORATORS

The names and addresses of the persons signing these Articles are LINDA A. O'CONNOR and PHILIP C. O'CONNOR of 29629 Flying Cloud Ave., Big Pine Key, Florida 33043.

ARTICLE IX - OFFICERS

The names and addresses of the initial officers of this corporation are: LINDA A. O'CONNOR (PRESIDENT and SECRETARY) and PHILIP C. O'CONNOR (VICE PRESIDENT and TREASURER), of 29629 Flying Cloud Ave., Big Pine Key, Florida 33043.

ARTICLE X - SUBCHAPTER S

This corporation shall be a Subchapter S, "Small Business Corporation," as that term is described by Section 1371 of the Internal Revenue Code and said corporation shall have no more than 35 shareholders, not have a shareholder who is not an individual, nor have a shareholder who is a non-resident alien, nor shall there be more than one (1) class of stock.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation, this 11 day of October, 1996.

Linda A. O'Connor

LINDA A. O'CONNOR

Philip C. O'Connor

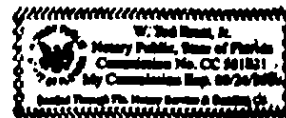
PHILIP C. O'CONNOR

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County aforesaid, personally appeared LINDA A. O'CONNOR and PHILIP C. O'CONNOR, known to me to be the persons who executed the foregoing Articles of Incorporation and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this 11 day of October, 1996.

[Signature]

NOTARY PUBLIC



My Commission Expires:

In pursuance of Chapter 48,091 Florida Statutes, the following is submitted in compliance with said Act:

FIRST: L.P. ENTERPRISES & ASSOCIATES, INC., desiring to organize under the laws of the State of Florida, with its principal office indicated in the Articles of Incorporation at 29629 Flying Cloud Ave., Big Pine Key, Florida 33043, and has named LINDA A. O'CONNOR of 29629 Flying Cloud Ave., Big Pine Key, Florida 33043 as its registered agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated

corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

BY:

Linda A. O'Connor

LINDA A. O'CONNOR

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA