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October 1, 1996

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32301

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-10/15/96--01093--010
*****70.00 *****70.00

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Incorporation of Conservative Management Company Inc..

Also find enclosed a check made payable to the Secretary of State in the amount of \$70.00 which includes the statutory filing fee. Your assistance in establishing the corporation to be known as Conservative Management Company Inc. is appreciated.

Respectfully,

Ethel Washington
Ethel Washington

Ethel Washington
4307 W. Main Street
Tampa, Fl. 33607

FILED

96 OCT 14 PM 2:54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
10/16/96

ARTICLES OF INCORPORATION
OF
CONSERVATIVE MANAGEMENT COMPANY INC.

FILED
96 OCT 14 PM 2:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator makes, subscribes, acknowledges and files with the Department of State of the State of Florida these Articles of Incorporation for the purpose of incorporation under the laws of the State of Florida.

ARTICLE ONE

The name of the corporation is Conservative Management Company Inc..

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act. The specific nature of business for which the corporation is organized is to provide management services.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is 1000 of the par value of One Dollar (\$1.00) each.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares consideration of the value of \$100.00 consisting of money, labor done or property actually received.

ARTICLE SIX

The street address of its initial principal office and mailing address is 4307 W. Main Street, Tampa, Florida 33607. The street address of its initial registered office is also 4307 W. Main Street, Tampa, Florida 33607, and the name of its initial registered agent at such address is Ethel Washington.

I hereby am familiar with and accept the duties and responsibilities as registered agent for Conservative Management Company Inc..

Ethel Washington
Registered Agent

ARTICLE SEVEN

The number of directors constituting the initial board of directors is one, and the name and address of the person who is to serve as director until the first annual meeting of the shareholders or until his successor or successors may be selected is:

Ethel Washington
4307 W. Main Street, Tampa, Florida 33607

Byrallaine Y. Bell
11513 Glenmont Drive, Tampa, Florida 33635

Michael A. Bell
4307 W. Main Street, Tampa, FL 33635

Melvin J. Bell
4307 W. Main Street, Tampa, FL 33607

ARTICLE EIGHT

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE NINE

The name and address of each incorporator is:

Ethel Washington
4307 W. Main Street, Tampa, Florida 33607

Incorporator

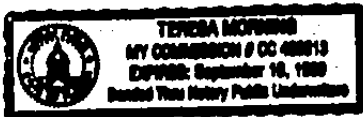
ARTICLE TEN

The powers of the incorporators cease upon filing of the Articles of Incorporation.

State of Florida
County of Hillsborough

Before me appeared Ethel Washington, Incorporator, this 8th day of October, 1996.

~~Notary Public~~



THE FOREGOING INSTRUMENT WAS
ACKNOWLEDGED BEFORE ME THIS
8 Oct 96 BY Ethel Wakes Washington
WHO IS PERSONALLY KNOWN TO ME
OR WHO HAS PRODUCED Her ID
W252 2942 72-0 50 8 WAS ID
96am Holly NOTARY PUBLIC