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PRENTICE HALL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 171713 8938A

AUTHORIZATION : *Patricia Pyjunt*
COST LIMIT : \$ 122.50

ORDER DATE : December 2, 1996

ORDER TIME : 2:26 PM

600002017416--9

ORDER NO. : 171713-005

CUSTOMER NO: 8938A

CUSTOMER: Laurie Dean, Legal Assistant
ROBERT L. SHEAR, ESQ

Suite 230
2600 McCormick Drive
Clearwater, FL 34619

FILED
96 DEC -2 AM 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: DEAN SCHARN, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Helentjaris

EXAMINER'S INITIALS: DEC 3 1996 BSB

RECEIVED
96 DEC -2 PM 1:07

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
DEAN SCHARN, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

DEAN SCHARN, INC.

The address of the principal office of this corporation shall be 8156 127th Street, North, Seminole, Florida 33776, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2600 McCormick Drive, Suite 230, Clearwater, Florida 34619, and the name of the initial registered agent of the corporation at that address is Robert L. Shear.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are:

Dean Scharn
Dir.

8156 127th Street, North
Seminole, Florida 33776

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Dean Scharn Pres./Treas.	8156 127th Street, North Seminole, Florida 33776
James McQuaid, Sr. Vice Pres.	8156 127th Street, North Seminole, Florida 33776
George D. Kelley Sec.	8156 127th Street, North Seminole, Florida 33776

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on December 2, 1996.

CORPORATION SERVICE COMPANY

By: 
Its Agent, Karen B. Rozar

FILED

96 DEC -2 AM 8:56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

ROBERT L. SHEAR, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

_____ DEAN SCHARN, INC. _____ is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: _____

Typed name: ROBERT L. SHEAR