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TO: DIVISION OF CORPORATIONS FAX #: (904)922-4001
FROM: TAMPA CORPORATE SERVICES, INC. D/B/A CORPORA ACCT#: 105404002242
CONTACT: JULIO C EXQUIVEL
PHONE: (813)977-5203 FAX #: (813)632-2797

NAME: LAW OFFICES OF PETER R. GIROUX, P.A.
AUDIT NUMBER.....H97000003641
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 4, 1997

TAMPA CORPORATE SERVICES, INC. D/B/A CORPORATE

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SUBJECT: LAW OFFICES OF PETER R. GIROUX, P.A.
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FAX Aud. #: H97000003641
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Articles of Incorporation
of
Law Offices of Peter R. Giroux, P.A.

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TALLAHASSEE, FLORIDA

Article I. Name

The name of this Florida corporation is:

Law Offices of Peter R. Giroux, P.A.

The Corporation is being formed for the practice of law and all other activities permitted under applicable law.

Article II. Address

The mailing address of the Corporation is:

Law Offices of Peter R. Giroux, P.A.
1001 Third Avenue West, Suite 360
Bradenton FL 34205

EFFECTIVE DATE
3-3-97

Article III. Capital Stock

The Corporation shall have the authority to issue 10 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:

Peter R. Giroux
1001 Third Avenue West, Suite 360
Bradenton FL 34205

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.

Peter R. Giroux FL Bar Member 375462

1001 Third Avenue West, Suite 360
Bradenton FL 34205
813-895-5399 • Fax 813-895-3385

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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:

Peter R. Giroux

Article VI. Incorporator

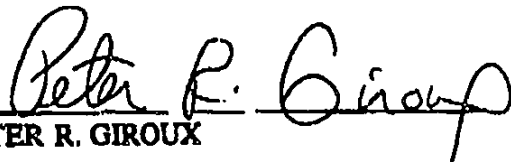
The name and address of the incorporator is:

Peter R. Giroux
1001 Third Avenue West, Suite 360
Bradenton FL 34205

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective March 3, 1997

The undersigned incorporator executed these Articles of Incorporation on March 3, 1997


PETER R. GIROUX

Peter R. Giroux FL Bar Member 375462

1001 Third Avenue West, Suite 360
Bradenton FL 34205
813-895-5399 • Fax 813-895-3385

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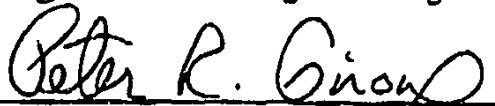
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**Certificate of Designation
Registered Agent and Registered Office**

**CORPORATION:
Law Offices of Peter R. Giroux, P.A.**

**REGISTERED AGENT:
Peter R. Giroux
1001 Third Avenue West, Suite 360
Bradenton FL 34205**

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.



PETER R. GIROUX

Date: 3/3/97

Peter R. Giroux FL Bar Member 375482
1001 Third Avenue West, Suite 360
Bradenton FL 34205
813-895-5399 • Fax 813-895-3385

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