

P970000031682

March 13, 1997

Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, Florida 32314

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-04/07/97--01086--011  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: Volpe Barclay Group Inc.

Dear Division of Corporations:

Enclosed please find the original and one copy of the Articles of Incorporation for VOLPE BARCLAY GROUP INC., along with a check in the sum of \$70.00 reflecting the filing fee and designation of registered agent.

Please return the photocopy of the Articles to me in the stamped, self-addressed envelope enclosed.

Please contact me if you need any further information. Thank you for your time and consideration.

Sincerely,

VOLPE BARCLAY GROUP INC.

*Vernon Barclay*

by: VERNON BARCLAY

Vern Barclay  
1815 Princeton Lakes Drive  
Suite 714  
Brandon, FL 33511

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FILED  
97 APR -7 PM 1:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Articles of Incorporation  
of  
VOLPE BARCLAY GROUP INC.**

**FILED**

97 APR -7 PM 1:30

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. The name of the corporation is VOLPE BARCLAY GROUP INC.
2. The principal place of business and mailing address of the corporation is 1815 Princeton Lakes Drive, Suite 714, Brandon, Florida 33511-2233.
3. The corporation shall have the authority to issue One Hundred (100) shares of common stock, in one class only, each with a par value of One Dollar (\$1.00).
4. The registered agent of the corporation is Vernon Barclay, and the registered address is 1815 Princeton Lakes Drive, Suite 714, Brandon, Florida 33511-2233.
5. The initial Board of Directors shall have two (2) members, whose names and address is as follows:

Vernon Barclay  
1815 Princeton Lakes Drive, Suite 714  
Brandon, Florida 33511-2233

Donald Volpe  
111 2nd Avenue N.E., Suite 1405  
St. Petersburg, Florida 33701

The number of directors may be raised or lowered by amendment of the bylaws of the corporation, but shall in no case be less than one.

6. The incorporator of this corporation is Vernon Barclay whose address is 1815 Princeton Lakes Drive, Suite 714, Brandon, Florida 33511-2233.

Dated this 31st day of March, 1997.



Vernon Barclay, Incorporator

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

Dated this 31 day of March, 1997.

  
Vernon Barclay, Registered Agent

**FILED**  
97 APR -7 PM 1:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA