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LAW OFFICE OF
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Of Counsel:
Nicholas E. Karatinos (813) 823-1550

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314


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****122.50 ****122.50

To whom it may concern:

Enclosed please find Articles of Incorporation for DEFIANT CORPORATION, an Acceptance by Registered Agent, a check #113 made out in the amount of \$122.50.

Please file the articles and return the Certificate to me at the address on the letterhead of this letter. Should you have any questions please contact me at that same address or the above telephone number.

Sincerely Yours


Gregory B. Seeley
Attorney for Incorporator

FILED
97 MAY -5 AM 9:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

400 5/8/97

ARTICLES OF INCORPORATION
OF
DEFIANT CORPORATION.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, who is a Florida resident who is able to contract and desiring to form a corporation under Chapters 607 of Florida statutes, adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of the Corporation shall be DEFIANT CORPORATION.

ARTICLE II: PURPOSE

The purpose for which this corporation is organized is to conduct any legal business.

ARTICLE III: DURATION

This corporation shall have perpetual existence.

ARTICLE IV: CAPITAL STOCKS

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 10,000 shares with no par value.

ARTICLE V: REGISTERED OFFICE

The initial Registered Office of the corporation is Defiant Corporation 1972 Massachusetts Avenue St. Petersburg, FL 33703.

ARTICLE VI: REGISTERED AGENT

The initial Registered Agent of the corporation is Brian Beebe.

ARTICLE VII: INCORPORATORS

The names and addresses of the Incorporators are:

Brian Beebe whose address is 1972 Massachusetts Avenue
St. Petersburg, FL 33703

ARTICLE VIII: DIRECTORS

Corporate business shall be managed by the shareholders of the

corporation, rather than by a board of directors.

ARTICLE IX: PRINCIPAL OFFICE

The Corporations Principal office shall be Defiant Corporation 1972 Massachusetts Avenue St. Petersburg, FL 33703

ARTICLE X: PRINCIPAL PLACE OF BUSINESS

The Principal place of business shall be Defiant Corporation 1972 Massachusetts Avenue St. Petersburg, FL 33703

IN WITNESS WHEREOF the Incorporators have hereunto set their hands on this 1 day of May, 1997.

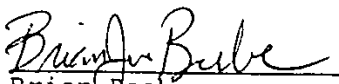

Brian Beebe
Incorporator

Brian Beebe, who has produced a driver's license as identification, appeared and signed these Articles of Incorporation on this 1st day of May, 1997.


Notary Public

ACCEPTANCE BY REGISTERED AGENT

Brian Beebe, hereby accepts the position of Registered Agent, satisfying Florida Statute Section 607.0501. Further, Brian Beebe understands and accepts the duties of a Registered Agent as provided in Florida Statute Section 607.0505.


Brian Beebe
Registered Agent

Brian Beebe, has produced a driver's license as identification, appeared and signed this Acceptance on this 1st day of May, 1997.


Notary Public



*OFFICIAL
Gregory B. Saly
My Commission Expires
Commission #CC 000000

FILED
97 MAY -5 AM 9:52
TALLAHASSEE, FLORIDA