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MAY 13, 1997

Florida Department of State
DIVISION OF CORPORATIONS
Post Office Box 6327
Tallahassee, Florida 32314

300002180133--4
-05/15/97--01090--005
*****70.00 *****70.00

Re: **TARIFF ADVISORY GROUP, INC.**

TO WHOM IT MAY CONCERN:

Enclosed please find original Articles of Incorporation, along with a copy, for the above referenced corporation. Also enclosed is a check in the amount of \$70.00 to cover filing fees. Please file the Articles and return a stamped copy back to my office in the enclosed self-addressed, stamped envelope

If you have any questions concerning this matter, please feel free to contact me.

Sincerely,

POWELL, CARNEY, HAYES
& SILVERSTEIN, P.A.


Alan M. Gross

AMG:mmc
Encs.

FILED
OFFICE OF THE
CLERK OF THE
STATE
JUN 11 1997
TALLAHASSEE, FLORIDA

5/19/97

FILED
SECRETARY OF STATE
CORPORATIONS
97 MAR 17 10:11 AM

ARTICLES OF INCORPORATION
OF
TARIFF ADVISORY GROUP, INC.

The undersigned, for the purpose of forming a corporation under the provisions of Chapter 607 of the Florida Statutes, hereinafter referred to as the Corporation, hereby agrees to the following:

ARTICLE I
Name and Address

The name of the Corporation shall be TARIFF ADVISORY GROUP, INC. and its mailing address is 9269 Park Boulevard, Seminole, Florida 33777.

ARTICLE II
Purpose and Powers

Section 1. The Corporation is formed for the purpose of engaging in any lawful activity or business for which corporations may be incorporated under the laws of the State of Florida.

Section 2. The Corporation may exercise all powers, rights and privileges conferred on corporations pursuant to the laws of the State of Florida.

ARTICLE III
Term of Existence

The Corporation shall have perpetual existence. Corporate existence shall commence on the date of filing of these Articles of Incorporation.

ARTICLE IV
Capital Stock

The Corporation is authorized to issue Ten Thousand (10,000) shares of common stock.

ARTICLE V
Board of Directors

Section 1. The business and affairs of the Corporation shall be managed by a Board of Directors, the members of which shall be hereinafter referred to as Directors.

Section 2. The initial Board of Directors of the Corporation shall consist of one Director, whose name and address are as follows:

<u>Name</u>	<u>Address</u>
Phyllis Bonnie Schaffer	9269 Park Boulevard Seminole, Florida 33777

Section 3. The number of Directors shall be as provided in the Bylaws of the Corporation, but shall not be less than one (1).

Section 4. Directors shall be elected and hold office as provided in the Bylaws.

ARTICLE VI
Bylaws

Section 1. The Board of Directors shall adopt Bylaws for the Corporation at a meeting of the Board of Directors following the filing of these Articles of Incorporation.

Section 2. The power to adopt, alter, amend or repeal the Bylaws of the Corporation may be exercised by the Board of Directors or the shareholders in accordance with the provisions of the Bylaws.

Section 3. Any Bylaws adopted by the Board of Directors or the shareholders may be altered, amended or repealed by the other group; provided, however, that any Bylaws adopted by the shareholders may provide that it shall be altered, amended, or repealed only by the shareholders.

ARTICLE VII
Amendments

These Articles of Incorporation may be amended as set forth in the Florida Statutes, as amended from time to time.

ARTICLE VIII
Registered Office and Agent

Section 1. The street address of the initial registered office of the Corporation shall be One Progress Plaza, Barnett Tower, Suite 1210, St. Petersburg, Florida 33701.


Section 2. The name of the initial registered agent of the Corporation located at said address shall be Alan M. Gross.

ARTICLE IX
Incorporator

The name and address of the incorporator is:

Name	Address
Phyllis Bonnie Schaffer	9269 Park Boulevard Seminole, Florida 33777

IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation on this ____ day of May, 1997.


PHYLLIS BONNIE SCHAFFER

STATE OF FLORIDA)
COUNTY OF PINELLAS)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY 17 1997

The foregoing instrument was acknowledged before me this _____ day of May, 1997, by PHYLLIS BONNIE SCHAPPER, who ☐ is personally known to me or ☐ has produced _____ as identification and who ☐ did ☐ did not take an oath.

My Commission Expires:

John J. Thomas
Notary Public (SEAL)

JOHN J. THOMAS
NOTARY PUBLIC - STATE OF FLORIDA
MY COMMISSION EXPIRES JUL 6, 1997
COMMISSION NO CC 300159

JOHN J. THOMAS
(Print Name of Notary Public on this line)

ACCEPTANCE

I hereby accept to act as initial Registered Agent for TARIFF ADVISORY GROUP, INC., as stated in these Articles of Incorporation.

Alan M. Gross
ALAN M. GROSS

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 13 day of May, 1997, by ALAN M. GROSS, who ☒ is personally known to me or ☐ has produced _____ as identification and who ☒ did ☐ did not take an oath.

My Commission Expires:

Megan Sue Ammon
Notary Public (SEAL)

OFFICIAL NOTARY SEAL
MEGAN SUE AMMON
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC295567
MY COMMISSION EXP. AUG. 9, 1997

Megan Sue Ammon
(Print Name of Notary Public on this line)