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PRICE & PRICE
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CHARLES W. PRICE
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May 15, 1997

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Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32314

Re: PROFESSIONAL CONSOLIDATED DIVERSIFIED SERVICES, INC.

Gentlemen:

Enclosed are the following items pertaining to the incorporation of Professional Consolidated Diversified Services, Inc.

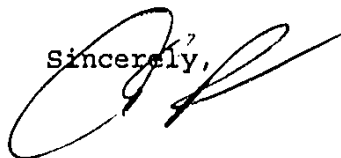
1. The original and one copy of the Articles of Incorporation;
2. Acceptance of Registered Agent; and,
3. A check made payable to you for the following charges:

Filing fee	\$ 35.00
Certified Copy	52.50
Filing Registered Agent's Certificate	<u>35.00</u>

TOTAL \$ 122.50

Please approve and file the original Articles of Incorporation, certify the copy of them, and return the certified copy to me.

Sincerely,



Charles Price

(4)

JPP 5/21

SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY 19 AM 9:06

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY 19 AM 9:06

ARTICLES OF INCORPORATION
OF

PROFESSIONAL CONSOLIDATED DIVERSIFIED SERVICES, INC.

The undersigned, acting as the incorporator of Professional Consolidated Diversified Services, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is Professional Consolidated Diversified Services, Inc.

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence when these Articles of Incorporation are filed with the Florida Department of State.

ARTICLE III. PURPOSE

The Corporation may transact any or all lawful business for which a corporation may be incorporated under the Florida Business Corporation Act.

ARTICLE IV. PRINCIPAL OFFICE

The principal office of the corporation is located at 5104 N. Orange Blossom Trail, Suite 217, Orlando, FL 32810.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to issue is 100 shares of common stock having a one dollar par value.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 6500 S. U.S. Highway 17-92, Fern Park, FL 32730; and the name of the corporation's initial registered agent at the address is Charles Price.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have two directors initially, but may have a maximum of three directors. The name and street address of the initial director is:

Shelia Marie Patterson
3998 Versailles Drive
Orlando, FL 32808

Rhonda Tasha Cyrus
2905 Goldenrock Drive
Orlando, FL 32818

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is:

Shelia Marie Patterson
3998 Versailles Drive
Orlando, FL 32808

The incorporator assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the Board of Directors any rights he has as incorporator to acquire any of the capital stock of this corporation; these assignments shall become effective on the date corporate existence begins.

EXECUTED:

February 2/13, 1997


Shelia Marie Patterson
as incorporator

PROFESSIONAL CONSOLIDATED DIVERSIFIED SERVICES, INC.

ACCEPTANCE OF REGISTERED AGENT

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That Professional Consolidated Diversified Services, Inc., desiring to organize as a corporation under the laws of the State of Florida with its initial registered office as indicated in its Articles of Incorporation at 6500 S. U.S. Highway 17-92, Fern Park, FL 32730, has named Charles Price as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for Professional Consolidated Diversified Services, Inc. at the place designated in this document, the undersigned agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act relative to keeping open the registered office. The undersigned is familiar with, and accepts the obligations of, Section 607.0501, Florida Statutes.

DATE: May 15, 1997.



Charles Price

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