

**CORPORATE
ACCESS,
INC.**

P97000048396

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666 . Fax (904) 222-1666

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Profit

1.) Carillon International, Inc.
(CORPORATE NAME & DOCUMENT #)

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*****70.00 *****70.00

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
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10.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

K.A. JUN - 2 1997

FILED
97 JUN - 2 PM 2:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 JUN - 2 AM 11:16
DIVISION OF CORPORATION

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ARTICLES OF INCORPORATION

OF

CARILLON INTERNATIONAL, INC.

FILED
97 JUN -2 PM 2:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned as incorporator forms a corporation within the meaning of the applicable provisions of Florida Statutes, Chapter 607.

ARTICLE I.

NAME

The name of this corporation is **Carillon International, Inc.**

ARTICLE II.

PRINCIPAL OFFICE

The principal address of this corporation is: 903 Mooring Circle, Tampa, Florida 33602.

ARTICLE III.

CAPITAL STOCK

- A. This corporation is authorized to issue 1,000,000 shares of \$1.00 par value common stock.
- B. The holders of issued and outstanding shares shall be entitled to preemptive rights within the meaning of Florida Statutes, Chapter 607.

ARTICLE IV.

REGISTERED OFFICE AND REGISTERED AGENT

The name of the Registered Agent of this corporation and the street address of the Registered Office are as follows:

Name: James C. Rowe, Esquire

Address: 100 2nd Avenue South - Suite 400N
St. Petersburg, FL 33701

ARTICLE V.

INCORPORATOR

The name and address of the incorporator of this corporation is:

Name: James C. Rowe, Esquire

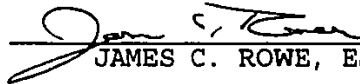
Address: 100 2nd Avenue South - Suite 400N
St. Petersburg, FL 33701

ARTICLE VI.

EFFECTIVE DATE OF ARTICLES

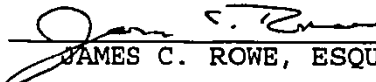
These Articles shall be effective upon filing with the Secretary of State for Florida.

IN WITNESS WHEREOF, the undersigned, as incorporator, has hereunto set the undersigned's hand and seal this 30th day of May, 1997, for the purpose of organizing this corporation under the laws of the State of Florida.


JAMES C. ROWE, ESQUIRE

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


JAMES C. ROWE, ESQUIRE

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA