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A TAX & ACCOUNTING COMPANY

7027 Broward Blvd. Suite 297 Plantation, FL 33317 (954) 321-5502 (954) 581-2494 Fax

April 17, 1997

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

Dear Sir:

Enclosed are two (2) copies of Articles of Incorporation of THE AVCO GROUP, INC. and the appointment of registered agent for filing purposes.

Also, enclosed is a check for \$70.00 to cover charter tax, filing fees, registered agent filing fee. A certified copy is not requested at this time.

Thank you for your prompt attention to this matter.

Please remit the approved Articles of Incorporation to the above address.

Sincerely,

A TAX & ACCOUNTING COMPANY

Robert DeLong

President

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SECRETARY OF STATALLAHASSEE, FLOR

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ARTICLES OF INCORPORATION

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OF

SECRETARY OF STATE TALLAHASSEE, FLORIDA

THE AVCO GROUP, INC.

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

- 1. The name of the corporation is as follows: THE AVCO GROUP, INC.
- 2. The period of its duration is perpetual.
- 3. The purpose is to engage in any activities or business permitted under the laws of the United States and the State of Florida.
- 4. The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows: 1000 shares at a par value of \$1.00 per share, common stock. All of the stock shall be payable in cash or other property, real or personal, tangible or intangible, or in labor or services actually performed for the corporation, in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation.

- 5. This corporation shall commence to exist on the date which the Articles of Incorporation are filed in the Office of the Secretary of the State of Florida.
- 6. The principal office, registered agent, and registered office address is:

Avis R. Proctor SS# 580-11-8135 1501 NE 62nd Street Ft. Lauderdale, FL 33334

- 7. The number of directors constituting its initial board of directors is two (2), whose names and addresses are as follows:
 - Avis R. Proctor SS# 580-11-8135
 1501 NE 62nd Street
 Ft. Lauderdale, FL 33334
 - Cosey L. Proctor SS# 262-51-8591
 1501 NE 62nd Street
 Ft. Lauderdale, FL 33334
- 8. The name and address of the initial incorporators are as follows:

Avis R. Proctor 500 shares 1501 NE 62nd Street Ft. Lauderdale, FL 33334

Cosey L. Proctor 500 shares 1501 NE 62nd Street Ft. Lauderdale, FL 33334

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9. This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation".

Signed on the following date:

_, 1997

Avis R. Proctor Registered Agent

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| TALLAMASSEE, TEOMOR |
| Aust hools |
| Avis R. Proctor - Incorporator |
| M. Non |
| Cosey L. Proctor - Incorporator |
| SWORN TO AND SUBSCRIBED |
| BEFORE ME THIS <u>11</u> DAY OF <u>June</u> , 1997 |
| STATE OF FLORIDA |
| COUNTY OF BROWARD |
| BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared Avis R. Proctor and Cosey L Proctor, who, after first being duly sworn, deposes and says that they are the persons described in and who subscribed to the Articles of Incorporation, and they did freely and voluntarily acknowledge before me according to the law that they made and subscribed the same for the uses and purposes therein mentioned and set forth and furthermore, that the above facts are true and correct to the best of their knowledge and belief of Avis R. Proctor and Cosey L. Proctor. |
| SWORN TO AND SUBSCRIBED before me this 11 day of |
| , 1997. |
| My Commission Expires: Clave John NOTARY PUBLIC, Clare S. Lee STATE OF FLORIDA |
| CLARE 8. LEE MY COMMISSION / CC390777 EXPIRES October 29, 1998 BONDED THEIL TROY FAIN INSURANCE, INC. |
| PERSONALLY KNOWN OR PERSONALLY KNOWN OR T UFICATION |