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June 19, 1997

Department of State, Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 23 AM 9:50

Re: MOOERS & LANGE INCORPORATED

Ladies and Gentlemen:

Please find enclosed for filing one original and one copy of the Articles of Incorporation of Mooers & Lange Incorporated. Also enclosed is a check in the amount of \$70.00 as the appropriate filing fee.

The undersigned hereby requests expedited service for this filing.

Please return the copy, stamped to show the date of filing, to the undersigned.

Sincerely,



Richard L. Mooers
6721 Taeda Dr., Sarasota, FL 34241

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

RF
6-25-97

ARTICLES OF INCORPORATION

OF

MOOERS & LANGE INCORPORATED

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JUN 23 AM 9:50

ARTICLE I

The name of the Corporation is Mooers & Lange Incorporated.

ARTICLE II

The principal place of business and mailing address of this corporation shall be 6721 Taeda Dr., Sarasota, FL 34241.

ARTICLE III

The aggregate number of shares which the Corporation has authority to issue is 1,000 shares of common stock with no par value.

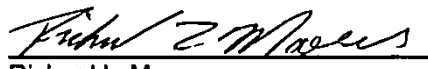
ARTICLE IV

The address of the initial registered office of the Corporation is 6721 Taeda Dr., Sarasota, Florida 34241, and the name of the Corporation's initial registered agent for service of process at such address is Richard L. Mooers.

ARTICLE V

The name and address of the incorporator to these Articles of Incorporation is:
Richard L. Mooers, 6721 Taeda Dr., Sarasota, FL 34241.

IN WITNESS WHEREOF, I have hereunto set my hand this 19TH day of
June, 1997.


Richard L. Mooers
6721 Taeda Dr., Sarasota, FL 34241

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

97 JUN 23 AM 9:50

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Mooers & Lange Incorporated.
2. The name of the registered agent and office is:

Richard L. Mooers
6721 Taeda Dr., Sarasota, Florida 34241

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE Richard L. Mooers
DATE 6-19-97