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FLORIDA DIVISION OF CORPORATIONS
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FROM: RUDEN, MCCLOSKEY, SMITH, SCHUSTER & RUSSELL, ACCT#: 076077000521
CONTACT: SUSAN OSBORNE
PHONE: (954)761-2910 FAX #: (954)764-4996
NAME: WALTERS-CORACE, INC.
AUDIT NUMBER.....H97000010711
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ARTICLES OF INCORPORATION

OF

WALTERS - CORACE, INC.

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

ARTICLE I

NAME OF CORPORATION

The name of this Corporation shall be:

Walters-Corace, Inc.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and the mailing address of this Corporation is 7655 Pebble Creek Circle, Suite 504, Naples, Florida, 34108.

ARTICLE III

AUTHORIZED SHARES

The total authorized capital stock of this Corporation shall consist of 10,000 shares of Common Stock, par value \$.01 per share.

ARTICLE IV

ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this Corporation in the State of Florida is 7655 Pebble Creek Circle, Suite 504, Naples, Florida, 34108 and the initial registered agent of this Corporation at that address shall be Kathryn Corace.

Prepared by: Mary A. Marnell, Esq., FL Bar #878431
Ruden McClosky, Et al., P. O. Box 1900
Ft. Lauderdale, FL 33302
(941) 566-1221

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ARTICLE V

INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

Kathryn Corace
7655 Pebble Creek Circle
Suite 504
Naples, Florida, 34108

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal this 24 day of
June, 1997.


Kathryn Corace, Incorporator

THE UNDERSIGNED, named as the registered agent in Article IV of these Articles of
Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he
is familiar with, and accepts the obligations imposed upon registered agents under, the Florida
Business Corporation Act, including specifically Section 607.0505.


Kathryn Corace, Registered Agent

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Prepared by: Mary A. Marnell, Esq., FL Bar #878431
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