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JUDY A. ROMANO

Attorney at Law
12581 New Brittany Blvd.
Fort Myers, Florida 33907
(941) 274-0303
FAX (941) 274-0304

FILED
SEP 11 AM 10:30
TALLAHASSEE, FLORIDA

September 10, 1997

VIA FEDERAL EXPRESS

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-09/11/97--01051--010
*****70.00 *****70.00

State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Touhy and Associates, Inc. **EFFECTIVE DATE**
9-8-97

Dear Sir or Madam:

Enclosed please find the original Articles of Incorporation for the above-referenced corporation. Please file the original and confirm such filing in writing at your earliest convenience.

A check in the amount of \$70.00 is enclosed for the filing fee.

Please contact me if you have questions or require additional information.

Thank you for your assistance.

Very truly yours,



Judy A. Romano

Enclosure

cc: Mr. John Touhy

P. CHESNEY

SEP 12 1997

P. CHESNEY

AUG 12 1997

**ARTICLES OF INCORPORATION
OF
TOUHY AND ASSOCIATES, INC.**

FILED
SEP 11 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a corporation under Section 607.0202 of the Florida Business Corporation Act, does hereby certify as follows:

EFFECTIVE DATE
9-8-97

ARTICLE I

Corporate Name and Address

The name of the Corporation is Touhy and Associates, Inc., and the address of the principal office and mailing address of the Corporation is 11168 Phoenix Way, Naples, Florida 34119.

ARTICLE II

Corporate Purpose

The Corporation is organized to transact any and all lawful business authorized by the Florida Business Corporation Act.

ARTICLE III

Authorized Stock

The aggregate number of shares of the Corporation shall be 1,000, all of which are to be voting common stock having a par value of \$1.00 per share.

ARTICLE IV

Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be 11168 Phoenix Way, Naples, Florida 34119. The name of the initial registered agent of the Corporation at the registered office shall be John Touhy.

ARTICLE V

Initial Board of Directors

The initial Board of Directors of the Corporation shall be comprised of three people. The Directors shall be elected annually in accordance with the By-laws. The number of Directors may be increased or decreased from time to time in accordance with the By-laws, but shall never be less than one. The names and addresses of the initial Directors to hold office until the first annual meeting of the Board of Directors, and until their successors shall have been elected and qualify are as follows:

**Diane Touhy
11168 Phoenix Way
Naples, Florida 34119**

**John Touhy
11168 Phoenix Way
Naples, Florida 34119**

**Timothy Touhy
11168 Phoenix Way
Naples, Florida 34119**

ARTICLE VI

Incorporator

The name and address of the Incorporator of the Corporation is:

**John Touhy
11168 Phoenix Way
Naples, Florida 34119**

ARTICLE VII

Commencement of Existence

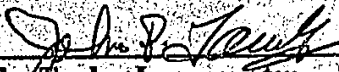
The Corporation shall be deemed to commence on the date of execution of Articles of Incorporation.

ARTICLE VIII

Duration

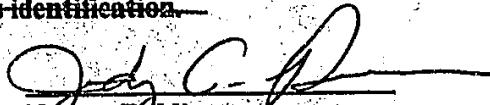
The term of existence of the Corporation is perpetual.

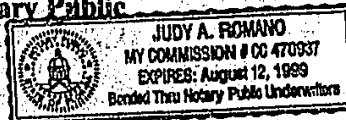
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation this 8th day of September, 1997.


John Touhy, Incorporator

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 8th day of September, 1997, by John Touhy, who is personally known to me, ~~or who has~~
~~produced~~ _____ as identification.


Notary Public



Printed Name

CERTIFICATE DESIGNATING REGISTERED AGENT AND OFFICE

Touhy and Associates, Inc., in compliance with Section 48.091, Florida Statutes, submit the following:

Touhy and Associates, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in Naples, Collier County, Florida, has named John Touhy, as its registered agent to accept service of process within Florida.

Touhy and Associates, Inc.,
a Florida corporation,

By: John P. Touhy
John Touhy, Incorporator

Date: 9/8/97

ACCEPTANCE OF REGISTERED AGENT

FOR

TOUHY AND ASSOCIATES, INC.

I, John Touhy, having been named to accept service of process for Touhy and Associates, Inc., at the place designated in the Articles of Incorporation, hereby accept the obligations of a registered agent under the Florida Business Corporation Act.

John P. Touhy
John Touhy
9/8/97
Date

FILED
97 SEP 11 AM 10:30
CLERK OF CIRCUIT
TALLAHASSEE, FLORIDA