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ALBERT L. TIDWELL

Attorney at Law

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 11, 1997

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Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

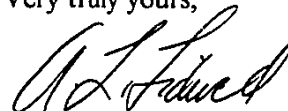
Gentlemen:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for Strauss & Associates, Inc., along with the Acceptance of appointment of the Registered Agent. Also enclosed is the required fee of One hundred twenty-two dollars and fifty cents, (\$122.50).

Kindly return to the undersigned the appropriate filed documents at the address above shown.

Thank you for your cooperation.

Very truly yours,



Albert L. Tidwell

Diane GAVE
AUTHORIZATION BY PHONE TO
CORRECT PA address
DATE _____
DOC. EXAM. _____ P. Hall SEP 16 1997

FILED

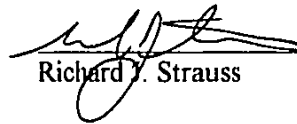
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ARTICLES OF INCORPORATION
of
STRAUSS & ASSOCIATES, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The corporate name for the corporation is: STRAUSS & ASSOCIATES, INC.
2. The street address is: 5201 Blue Crab Circle, Unit 4, Bokeelia, Florida 33922.
3. The mailing address of the corporation is: P.O. Box 477, Matlacha, Florida 33993.
4. The number of shares the corporation is authorized to issue is 500 shares, no par value.
5. There shall be no preemptive rights granted to the shareholders.
6. The street address of the corporation's initial registered office is: 5201 Blue Crab Circle, Unit A4, Bokeelia, Florida 33922.
7. The name of the corporation's initial registered agent is: Richard J. Strauss.
8. The name and address of the incorporator is:

Richard J. Strauss, P.O. Box 477, Matlacha, Florida 33993.


Richard J. Strauss

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**CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT/REGISTERED OFFICE**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAW 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: Strauss & Associates, Inc.,
- 2.) The name and address of the registered agent and office is:

Richard J. Strauss

5201 Blue Crab Circle, Unit 4

Bokeelia, Florida 33922

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

9/12/97
Date

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FLORIDA 32314