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Law Offices Of
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Of Counsel
ROBERT SHELIST
MICHAEL SWIATEK
Licensed in Illinois

Secretary of State
Box 6327
Tallahassee, Florida 32314

Re: Brown Tripson United, Inc.

Dear Secretary of State:

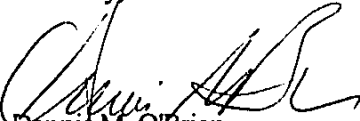
Enclosed please find original Articles of Incorporation for Brown Tripson United, Inc. with duplicate copy.

Also enclosed is a check payable to your order in the amount of \$122.50 consisting of initial filing fee of \$70.00 and a requested certified copy of \$52.50.

Please provide whatever information you have on requisite filing fees hereafter.

If you have any questions, please contact the undersigned.

Sincerely,


Dennis M. O'Brien
Attorney at Law

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cc: Brown Tripson United, Inc.

Enc.

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September 12, 1997
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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
BROWN TRIPSON UNITED, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is Brown Tripson United, Inc.

ARTICLE II

The address of the principal office of the Corporation is 1740 21st Street, Vero Beach, Florida, 32960.

ARTICLE III

The maximum number of shares this Corporation is authorized to issue is 1,000, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

ARTICLE IV

The initial street address of the Corporation's registered office is 1740 21st Street, Vero Beach, Florida, 32960. The initial registered agent for the Corporation at that address is Jens Tripson.

ARTICLE V

The initial board of directors shall consist of two members. The names and address of the persons who will serve on the initial board of directors are:

| | |
|----------------|--|
| Jens Tripson | 1740 21st Street, Vero Beach, Florida, 32960 |
| Patricia Brown | 1740 21st Street, Vero Beach, Florida, 32960 |

ARTICLE VI

The names and street addresses of the persons signing these articles of incorporation are:

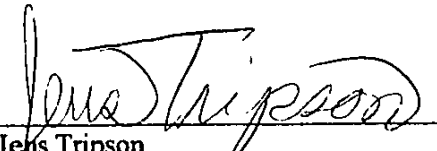
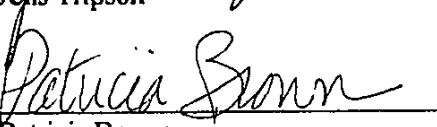
| | |
|----------------|--|
| Jens Tripson | 1740 21st Street, Vero Beach, Florida, 32960 |
| Patricia Brown | 1740 21st Street, Vero Beach, Florida, 32960 |

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TALLAHASSEE, FLORIDA

ARTICLE VII

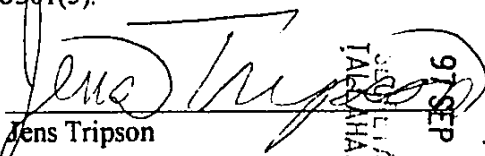
The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 12th day of September, 1997.


Jens Tripson

Patricia Brown

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Brown Tripson United, Inc. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


Jens Tripson
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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

Date: September 12, 1997