CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

FILED: SECRETARY OF STATE DIVISION OF CORPORATIONS

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Certificate of Good Standing
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ARTICLES OF INCORPORATION OF TANNER, DuCHARME, ZASADA & LEACH, P.A.

The undersigned incorporators, who are licensed or otherwise legally authorized to practice the profession of law in the State of Florida, associate themselves with the intention of forming a professional corporation in accordance with the Florida Professional Service Corporation and Limited Liability Company Act, and adopt the following articles of incorporation for the corporation:

ARTICLE I-NAME

The name of the corporation is: Tanner, DuCharme, Zasada & Leach, P.A.

ARTICLE II - PRINCIPAL OFFICE

The address of the corporation's principal office is: 339 South Ridgewood Avenue, Daytona Beach, Florida 32114.

ARTICLE III - INITIAL REGISTERED AGENT

The name of the initial registered agent of the corporation, located at that office is: James R. Tanner, Esquire.

ARTICLE IV - DURATION

The period of the corporation's duration shall be perpetual or until dissolved on a vote of the shareholders as provided in these articles.

ARTICLE V - PURPOSE

The purpose of the corporation is to provide legal services.

ARTICLE VI - CAPITAL STOCK

The total number of shares of stock which the corporation shall be authorized to issue or have outstanding at any one time is 1000 shares. These shares shall be of a single class of common stock, and shall have a value of \$1.00 per share.

ARTICLE VII - INCORPORATORS

The names and street addresses of each person signing these articles of incorporation as an incorporator are:

James R. Tanner 113 Cunningham Drive New Smyrna Beach, Florida 32168 Richard J. DuCharme 841 19th Avenue South New Smyrna Beach, Florida 32169

Richard D. Zasada 1645 Dunlawton Ave. # 323 Port Orange, Florida 32127 Terry L. Leach 118 South Halifax # 201 Daytona Beach, Florida 32115

ARTICLE VIII - DIRECTORS

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The corporation is to be managed by a board of directors. The number of directors constituting the initial board of directors is four. The names and addresses of the initial directors are:

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James R.Tanner
113 Curningham Drive
New Smyrna Beach, Florida 32168

New Smyrna Beach, Florida 32168

Richard D. Zasada 1645 Dunlawton Ave. # 323 Port Orange, Florida 32127 Richard J. DuCharme 841 19th Avenue South New Smyrna Beach, Florida 32169

Terry L. Leach 118 South Halifax # 201 Daytona Beach, Florida 32115

The initial directors shall hold office until their successors are elected and qualified as provided in the bylaws. Then the term of office of each director shall be 1 year and until the election and qualification of a successor. The number of directors set forth in these articles of incorporation and constituting the initial board of directors shall be the authorized number of directors until that number is changed by a bylaw duly adopted by the shareholders.

ARTICLE IX - BYLAWS

The initial directors shall submit the proposed bylaws to the shareholders at a meeting to be held for that purpose not more than 120 days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws by the affirmative vote of the holders of at least two-thirds of the outstanding shares of the corporation entitled to vote, the internal affairs of the corporation are to be regulated and managed in accordance with the bylaws.

ARTICLE X - DISSOLUTION

The corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least two-thirds of the outstanding shares of the corporation entitled to vote. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders prorata, each shareholder to participate in the distribution in direct proportion to the number of shares held by the shareholder.

THE UNDERSIGNED INCORPORATORS of this corporation, have executed these articles of incorporation at: 339 South Badgewood Avenue, Daytona Beach, Florida 32114 on this 33rd day of September, 1997.

AMES R. TANNER

RICHARD D_ZASADA

RICHARD J. DUCHARME

TEDDY I VEACH

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED to accept service of process for: TANNER, DuCHARME, ZASADA & LEACH, P.A. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts this _____ day of September 1997, the obligations of that position pursuant to F.S. 607.0501(3).

JAMES R. TANNER

Registered Agent