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ACCOUNT NO. : 072100000032 DIVISION OF CORPORATION

REFERENCE : 564575 8931A

AUTHORIZATION : *Patricia Pizant*
COST LIMIT : \$70.00

ORDER DATE : October 14, 1997

ORDER TIME : 3:22 PM

ORDER NO. : 564575-005

CUSTOMER NO: 8931A

300002320553--4

CUSTOMER: John W. Biesinger, Iii, Esq
GRANT & BIESINGER

Suite 303
696 First Avenue North
Saint Petersburg, FL 33701

DOMESTIC FILING

NAME: FRANKLIN AFFILIATES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS: _____

FILED
97 OCT 15 AM 10:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

! ON OCT 15 1997

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ARTICLES OF INCORPORATION
OF
FRANKLIN AFFILIATES, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

FRANKLIN AFFILIATES, INC.

The address of the principal office of this corporation shall be 300 North Franklin Street, Tampa, Florida 33602, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S corporation.

ARTICLE VII. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Nancy E. Biesinger
Dir./V.Pres./Sec./Treas.

300 North Franklin Street
Tampa, Florida 33602

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company, on October 14, 1997.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap

Its Agent,

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap

Its Agent,

ACG/sle

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 OCT 15 AM 10:33

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