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P.O. Box 7128/Naples, FL 34101  
(941) 643-6263 Fax (941) 643-5243

Attorneys at Law  
RICHARD D. SPARKMAN  
JEFFREY C. QUINN  
KAREN S. BEAVIN

Law Offices

Sparkman, Quinn, P.A.

December 29, 1997

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32314

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-01/09/98--01020--007  
\*\*\*\*122.50 \*\*\*\*122.50  
Office Use Only

Re: CORMORANT, INC.

Dear Sir:

In reference to the above, please find enclosed the following:

1. Articles of Incorporation of CORMORANT, INC.
2. Designation of Registered Agent.
3. Check in the amount of \$122.50 covering the following:

a. Filing Fee	\$ 35.00
b. Registered Agent Fee	\$ 35.00
c. Certified Copy	\$ 52.50

Please file the original, certify the copy, and return same to this office.

Sincerely,

  
JEFFREY C. QUINN

JCQ/cp

Enclosures as stated

FILED  
98 JAN -9 AM 9:59  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

AM 1-13-98

ARTICLES OF INCORPORATION  
OF  
CORMORANT, INC.

FILED  
98 JAN -9 AM 9:59  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

The undersigned subscriber, a natural person competent to contract, hereby presents these Articles of Incorporation for the formation of a corporation under the laws of the State of Florida.

ARTICLE ONE

NAME

The name of this corporation is CORMORANT, INC.

ARTICLE TWO

DURATION

The duration of this corporation shall be perpetual.

ARTICLE THREE

PURPOSE

The purpose of this corporation is the transaction of any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE FOUR

STOCK

The corporation shall have authority to issue 7,500 shares of common stock consisting of one class only. The stock shall have a par value of \$1.00 per share.

ARTICLE FIVE

SUBSCRIBERS

The name and street address of the subscribers of the initial issue of stock under these Articles of Incorporation are Stuart Montgomery, 2212 Paget Circle, Naples, Florida 34112 and Janet H.

Montgomery, 2212 Paget Circle, Naples, Florida 34112.

#### ARTICLE SIX

##### REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office shall be 307 Airport Road North, Naples, Florida 33942. The name of the initial registered agent at such address shall be JEFFREY C. QUINN.

#### ARTICLE SEVEN

##### CORPORATION'S PRINCIPAL OFFICE

The corporation's principal address is 2212 Paget Circle, Naples, Florida 34112.

#### ARTICLE EIGHT

##### MANAGEMENT

The corporation shall be managed by the shareholders of the corporation instead of a Board of Directors.

#### ARTICLE NINE

##### INCORPORATORS

The name and address of the Incorporators are Stuart Montgomery, 2212 Paget Circle, Naples, Florida 34112 and Janet H. Montgomery, 2212 Paget Circle, Naples, Florida 34112.

#### ARTICLE TEN

##### AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned has made and subscribed

the foregoing Articles of Incorporation on this 23<sup>rd</sup> day of December, 1997, in Naples, Collier County, Florida.

[Signature]  
STUART MONTGOMERY

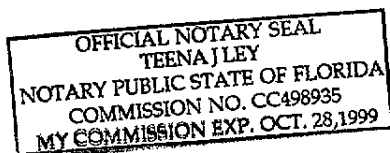
[Signature]  
JANET H. MONTGOMERY

STATE OF FLORIDA

COUNTY OF COLLIER

Before me personally appeared STUART MONTGOMERY, known to me personally or identified to me by FL.D.L.# M532-788-43-253-0 as the person described in and who executed the foregoing instrument, and acknowledge to and before me that he executed said instrument for purposes therein expressed.

WITNESS my hand and official seal, this 23 day of December, 1997.



[Signature]  
Notary Signature

Printed Name \_\_\_\_\_

Seal: \_\_\_\_\_

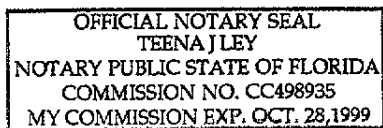
Commission No. \_\_\_\_\_

STATE OF FLORIDA

COUNTY OF COLLIER

Before me personally appeared JANET H. MONTGOMERY, known to me personally or identified to me by FL.D.L.# M532-428-51-510-0 as the person described in and who executed the foregoing instrument, and acknowledge to and before me that he executed said instrument for purposes therein expressed.

WITNESS my hand and official seal, this 23 day of DEC., 1997.



[Signature]  
Notary Signature

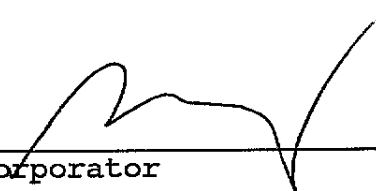
Printed Name \_\_\_\_\_

Seal: \_\_\_\_\_

Commission No. \_\_\_\_\_


DESIGNATION OF REGISTERED AGENT

STUART MONTGOMERY and JANET H. MONTGOMERY, the incorporators of CORMORANT, INC. hereby designates JEFFREY C. QUINN of 307 Airport Road North, Naples, Florida 33942, to be the registered agent of CORMORANT, INC. and JEFFREY C. QUINN by and through this document, hereby accepts the appointment to be registered agent of CORMORANT, INC.

  
Incorporator

  
Incorporator

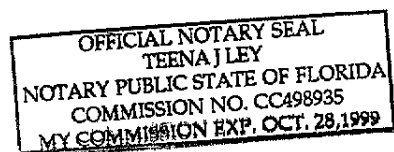
Dec. SWORN TO and subscribed before me on this 23 day of     , 1997.

  
Notary Public

Printed Name of Notary

Seal:

My Commission Expires:

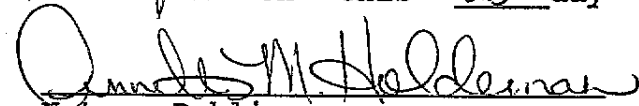


WRITTEN ACCEPTANCE BY REGISTERED AGENT FOR  
CORMORANT, INC.

I HEREBY am familiar with and accept the duties and responsibilities as registered agent for said corporation.

  
\_\_\_\_\_  
JEFFREY C. QUINN

SWORN TO and subscribed before me on this 23<sup>RD</sup> day  
of December, 1997.

  
\_\_\_\_\_  
Notary Public

OFFICIAL NOTARY SEAL  
ANNETTE M HOLDEMAN  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC341085  
MY COMMISSION EXP. JAN. 10, 1998

ANNETTE M. HOLDEMAN  
Printed Name of Notary Public  
Seal:  
My Commission Expires:

FILED  
98 JAN -9 AM 9:59  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA