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February 6, 1998

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

100002425461--6
-02/09/98--01120--005
*****70.00 *****70.00

Re: Articles of Incorporation of
PINELLAS PORTFOLIO INVESTORS, INC.

Dear Sir:

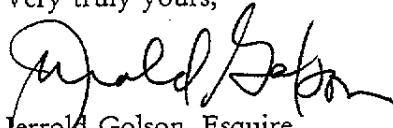
Enclosed please find for filing regarding the captioned matter, the following:

1. Original and one copy of the Articles of Incorporation.
2. Our check in the amount of \$70.00 to cover your fees for filing
 - a. Articles of Incorporation \$35.00
 - c. Registered Agent Certificate. 35.00

Kindly file the Articles and issue a charter number at your earliest convenience.

Your assistance in this matter is deeply appreciated.

Very truly yours,


Jerrold Golson, Esquire

JG/s
AOIL

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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2-10-98
WS

**ARTICLES OF INCORPORATION OF
PINELLAS PORTFOLIO INVESTORS, INC.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

**ARTICLE ONE
NAME**

The name of the corporation is PINELLAS PORTFOLIO INVESTORS, INC.

**ARTICLE TWO
CORPORATE DURATION**

The duration of the corporation is perpetual.

**ARTICLE THREE
PURPOSE OR PURPOSES**

The general purposes for which the corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

**ARTICLE FOUR
CAPITALIZATION**

The aggregate number of shares which the corporation is authorized to issue is five hundred. Such shares shall be of a single class and shall have a par value of One Dollar (\$1.00) per share.

**ARTICLE FIVE
PRINCIPAL OFFICE AND MAILING ADDRESS**

The street address of the initial principal office of the corporation is 1230 S. Myrtle Av., Suite 105, Clearwater, FL, 33756, and the initial mailing address of the corporation is P. O. Box 4029, Clearwater, FL, 33758-4029.

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**ARTICLE SIX
REGISTERED OFFICE AND AGENT**

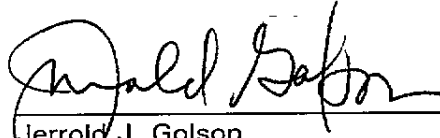
The street address of the initial registered office of the corporation is 1230 S. Myrtle Av., Suite 105, Clearwater, FL, 33756, and the name of its initial registered agent at such address is Jerrold J. Golson.

**ARTICLE SEVEN
INCORPORATORS**

The name and address of each incorporator is:

Name	Address
Jerrold J. Golson	1230 S. Myrtle Av. Suite 105 Clearwater, FL 33756

Executed by the undersigned incorporator at Clearwater, Florida on February 6, 1998.


Jerrold J. Golson

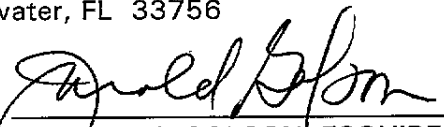
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ACKNOWLEDGMENT OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for PINELLAS PORTFOLIO INVESTORS, INC., at the registered office located at 1230 South Myrtle Avenue, Clearwater, Florida 33756, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as Registered Agent under §607.0501 F.S.

WILLIAM M. GOLSON & ASSOCIATES
ATTORNEYS AT LAW, CHARTERED
1230 S. Myrtle Ave., Suite 105
Clearwater, FL 33756

BY:


JERROLD J. GOLSON, ESQUIRE