

Law Offices

HOLLAND & KNIGHT LLP

One Independent Drive, Suite 2000  
P.O. Box 1559 (ZIP 32201-1559)  
Jacksonville, Florida 32202

904-354-4141  
FAX 904-358-2199  
<http://www.hklaw.com>

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March 13, 1998  
VIA FEDERAL EXPRESS

Division of Corporations  
Secretary of State of Florida  
409 E. Gaines Street  
Tallahassee, FL 32399

Re: Taglione Enterprises, Inc.  
Articles of Incorporation

Dear Sir:

Please file the enclosed Articles of Incorporation of Taglione Enterprises, Inc. Our firm check in the amount of \$70.00 is enclosed for your fee.

If you have any questions or require additional information or documentation, please advise.

Very truly yours,

HOLLAND & KNIGHT LLP

*Susan S. Coleman*

Susan S. Coleman  
Certified Legal Assistant

:ssc  
Enclosure  
copy to:  
Alan Wachs, Esq.

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
58 MAR 16 PM 3:28

ARTICLES OF INCORPORATION  
OF  
TAGLIONE ENTERPRISES, INC.

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ARTICLE I - NAME

EFFECTIVE DATE  
3/13/98

The name of this Corporation is TAGLIONE ENTERPRISES, INC.  
and the principal place of business address of the Corporation is  
1239 Rogero Road, Jacksonville, FL 32211.

ARTICLE II - COMMENCEMENT AND DURATION

Pursuant to Section 607.0203, Florida Statutes this  
Corporation shall commence upon the date of execution of the  
Articles of Incorporation which is March 13, 1998 and shall be  
filed with the Secretary of State within five (5) business days  
from said date. This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting  
any and all lawful business.

ARTICLE IV - CAPITAL

This Corporation is authorized to issue 1,000 shares of  
Common Stock, all of which shall be of the par value of \$0.01 per  
share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this  
Corporation is 1239 Roger Road, Jacksonville, FL 32211, and the  
name of its initial registered agent at such address is Raymond  
J. Taglione.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation shall be one and the name and address of the person who is to serve as the member thereof is:

<u>Name</u>	<u>Address</u>
Raymond J. Taglione	1239 Rogero Road Jacksonville, FL 32211

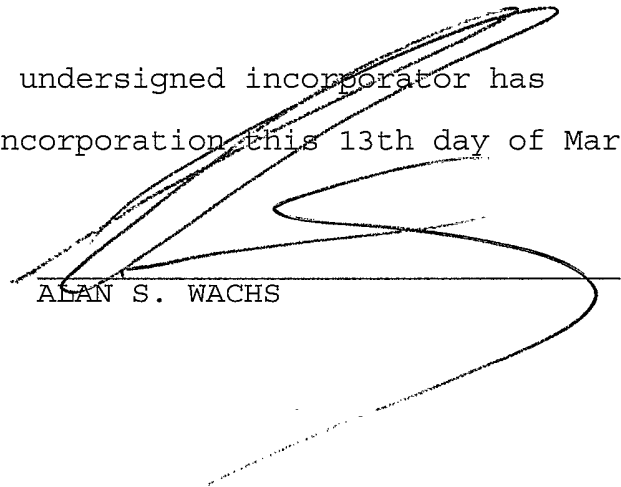
The number of directors may be increased or decreased by the Shareholders or the Bylaws.

ARTICLE VII - INCORPORATOR

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Alan S. Wachs, Esq.	Holland & Knight LLP One Independent Drive Suite 2000 Jacksonville, FL 32202

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 13th day of March, 1998.

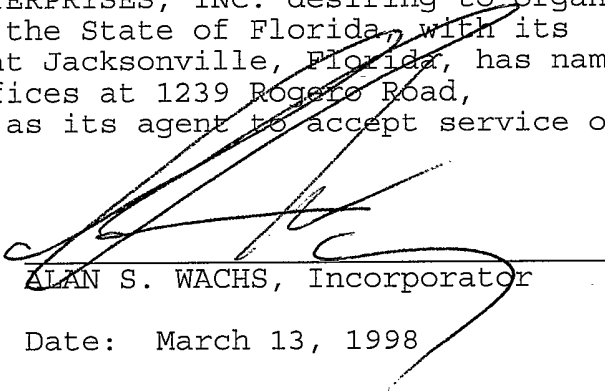
  
ALAN S. WACHS

JAXN-56629

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

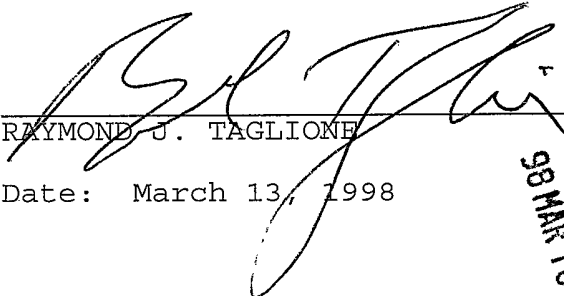
In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that TAGLIONE ENTERPRISES, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at Jacksonville, Florida, has named Raymond J. Taglione, with offices at 1239 Rogers Road, Jacksonville, Florida 32211, as its agent to accept service of process within Florida.

  
ALAN S. WACHS, Incorporator

Date: March 13, 1998

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, Raymond J. Taglione, hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

  
RAYMOND J. TAGLIONE

Date: March 13, 1998

JAXN-56629

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