

**CORPORATE
ACCESS,
INC.**

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

WALK IN

DISK

4/27/98

CUS

CERTIFIED COPY

PHOTO COPY

FILING

Articles

1.) St. Germain Holdings, Inc.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

6.) _____
(CORPORATE NAME & DOCUMENT #)

7.) _____
(CORPORATE NAME & DOCUMENT #)

8.) _____
(CORPORATE NAME & DOCUMENT #)

9.) _____
(CORPORATE NAME & DOCUMENT #)

10.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

4/27

000002500680--0
-04/27/98--01011--020
*****70.00 *****70.00

FILED
98 APR 27 AM 10:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
98 APR 27 AM 9:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

"When you need ACCESS to the world"

CALL THE FILING AND RETRIEVAL AGENCY DEDICATED TO SERVING YOU!

**ARTICLES OF INCORPORATION
OF
ST. GERMAIN HOLDINGS, INC.**

THE UNDERSIGNED, acting as sole incorporator of ST. GERMAIN HOLDINGS, INC. under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

**ARTICLE I
NAME**

The name of the corporation is St. Germain Holdings, Inc.

**ARTICLE II
SHARES**

The number of shares which the corporation shall have authority to issue is Ten Thousand (10,000), consisting of a single class of common stock, One Cent (\$0.01) par value per share.

**ARTICLE III
PRINCIPAL OFFICE**

The address of the Principal Office of the corporation is 719 South Orange Blossom Trail, Apopka, Florida 32703. The location of the Principal Office shall be subject to change as may be provided in bylaws duly adopted by the Corporation.

**ARTICLE IV
MAILING ADDRESS**

The mailing address of the corporation is 719 South Orange Blossom Trail, Apopka, Florida 32703.

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial Registered Office of the corporation is 719 South Orange Blossom Trail, Apopka, Florida 32703, and the initial Registered Agent at such address is Patrick St. Germain.

**ARTICLE VI
INITIAL BOARD OF DIRECTORS**

The number of Directors constituting the initial Board of Directors of the corporation is one (1). The number of Directors may be increased or decreased from time to time, but in no event shall

FILED
98 APR 27 AM 10:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

the number of Directors be less than one (1). The name and address of the person who is to serve as initial Director until the first annual meeting of the shareholders of the corporation or until successor Directors are elected and shall qualify are as follows:

Patrick St. Germain 719 South Orange Blossom Trail
Apopka, Florida 32703

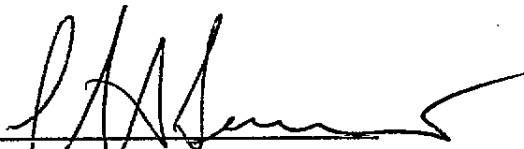
ARTICLE VII
COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with Section 607.0203(1), Fla. Stat., the corporation's corporate existence shall be deemed to have commenced immediately upon the filing of these Articles with the Florida Department of State.

ARTICLE VIII
INCORPORATOR

The name and address of the sole incorporator of the corporation is Patrick St. Germain, 719 South Orange Blossom Trail, Apopka, Florida 32703.

IN WITNESS WHEREOF, these Articles have been signed by the undersigned incorporator this 23 day of April, 1998.

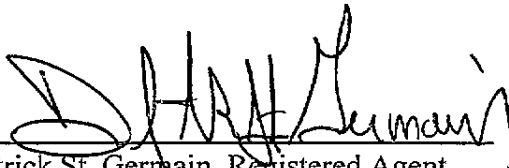


Patrick St. Germain, Incorporator

ACCEPTANCE OF APPOINTMENT
BY INITIAL REGISTERED AGENT

THE UNDERSIGNED, an individual resident of the State of Florida, having been named in Article V of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the corporation.

DATED, this 23 day of April, 1998.



Patrick St. Germain, Registered Agent

FILED
98 APR 27 AM 10:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA