

MAY-21-1998 10:23 AM

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FLORIDA DIVISION OF CORPORATIONS  
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PHONE: (904) 630-5384  
(904) 353-1673

FAX #:

NAME: PROFESSIONAL STRATEGY OPTIONS, INC.

AUDIT NUMBER.....H98000009578

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES.....

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ARTICLES OF INCORPORATION  
OF  
PROFESSIONAL STRATEGY OPTIONS, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is Professional Strategy Options, Inc.

ARTICLE II - ADDRESS

The principal office and mailing address of this Corporation is 1000 Riverside Avenue, Suite 400, Jacksonville, Florida 32204.

ARTICLE III - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of common stock, all of which shall be of the par value of \$.01 per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 50 N. Laura Street, Suite 2800, Jacksonville, Florida 32202 and the name of its initial registered agent at such address is John R. Byers.

Prepared By:

John R. Byers, Esq.

LeBoeuf, Lamb, Greene & MacRae, L.L.P.

50 N. Laura Street, Suite 2800

Jacksonville, FL 32202

(904) 354-8000

Bar No.: 306843

P98000009578 9

ARTICLE V - INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation shall be three (3) and the name and address of each person who is to serve as a member thereof is:

Robert B. Finch  
1000 Riverside Avenue  
Suite 800  
Jacksonville, Florida 32204

Markus Mueller  
9716 San Jose Boulevard  
Suite 200  
Jacksonville, FL 32257

Gregory C. Pascoe  
1000 Riverside Avenue  
Suite 400  
Jacksonville, FL 32204

ARTICLE VI - INCORPORATOR

The name and address of the incorporator is John R. Byers, 50 N. Laura Street, Suite 2800, Jacksonville, Florida 32202.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21st day of May, 1998.

  
\_\_\_\_\_  
John R. Byers  
Incorporator

Prepared By:  
John R. Byers, Esq.  
LeBoeuf, Lamb, Greene & MacRae, L.L.P.  
50 N. Laura Street, Suite 2800  
Jacksonville, FL 32202  
(904) 354-8000  
Bar No.: 306843

P98000009578 9

H9800009578 9

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR 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:


That Professional Strategy Options, Inc. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Jacksonville, State of Florida, has named John R. Byers, located 50 N. Laura Street, Suite 2800 City of Jacksonville, State of Florida, as its agent to accept service of process within Florida.

  
John R. Byers  
Incorporator

5/21/98  
Date

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TALLAHASSEE, FLORIDA

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

  
John R. Byers

5/21/98  
Date

JK125327.1

## Prepared By:

John R. Byers, Esq.  
LeBoeuf, Lamb, Greene & MacRae, L.L.P.  
50 N. Laura Street, Suite 2800  
Jacksonville, FL 32202  
(904) 354-8000  
Bar No.: 306843