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Robert A. Stermer

Attorney at Law
8585 S. W. Highway 200
Suite 9
Ocala, Florida 34481
(352) 861-0447
Fax (352) 861-0494

June 10, 1998

Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

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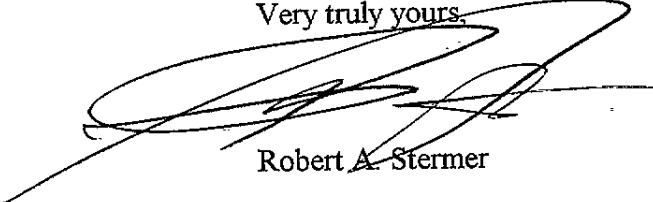
RE: Robert A. Stermer, PA

Dear Sir or Madam:

Attached please find my Articles of Incorporation along with my check in the amount of \$122.50 for filing of the above-said.

Should you have any questions in regard to the foregoing, please do not hesitate to contact my office. I remain,

Very truly yours,



Robert A. Stermer

RAS:aj
Enclosures

APPROVED
AND
FILED
98 JUN 15 AM 10:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK JUN 17 1998

**ARTICLES OF INCORPORATION
OF
Robert A. Stermer, P.A.**

The undersigned, who is duly licensed to practice law in the State of Florida, desiring to form a professional corporation in accordance with the Florida Business Corporation Act and the Florida Professional Service Corporation and Limited Liability Company Act, adopts the following Articles of Incorporation:

I. NAME

The name of the professional Corporation is Robert A. Stermer, P.A.

II. PURPOSE

The purpose for which the Corporation is organized is to practice the profession of law.

III. ELECTION UNDER PROFESSIONAL CORPORATION ACT

The Corporation elects to be governed by the provisions of the Florida Professional Service Corporation and Limited Liability Company Act.

IV. DURATION

The term of existence of the Corporation is perpetual.

V. CAPITAL STOCK

The number of shares the Corporation is authorized to issue is one thousand (1000), all of which shall be common shares with par value of \$ 1.00.

VI. STATED CAPITAL

The amount of capital with which the Corporation shall begin business is \$10.00.

VII. REGISTERED OFFICE

The street address of the Corporation's initial registered office in this State is 8585 SW Hwy. 200, Suite 9, Ocala, FL 34481. The initial registered agent at the registered office is Robert A. Stermer.

VIII. PRINCIPAL OFFICE

The mailing address of the initial principal office of the Corporation is 8585 SW Hwy. 200, Suite 9, Ocala, FL 34481.

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IX. INCORPORATOR

The name and post office address of the incorporator is the following:

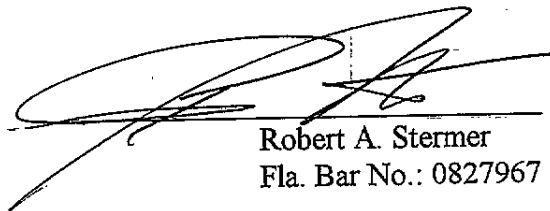
Name:
Robert A. Stermer

Address:
8585 SW Hwy. 200, Suite 9, Ocala, FL 34481

X. DIRECTORS


The business of the Corporation shall be managed by the shareholders of the Corporation rather than by a Board of Directors.


IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on June 8, 1998.



Robert A. Stermer
Fla. Bar No.: 0827967

STATE OF FLORIDA)
COUNTY OF MARION)

On June 8, 1998, before me, the undersigned officer, personally appeared Robert A. Stermer, known to me to be the person whose name is subscribed to this document, and acknowledged that he executed the document for the purposes contained within it. **IN WITNESS WHEREOF**, I sign here and set my official seal.

 Audrey F. Jones
My Commission CC716729
Expires February 15, 2002


Notary Public
My commission expires _____

 Audrey F. Jones
My Commission CC
Expires February

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

Having been designated as the Registered Agent for Robert A. Stermer, P.A., I am familiar with the obligations and hereby accept the position and agree to act as the Registered Agent of said corporation.

Dated 6-10, 1998.


Robert A. Stermer

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AND
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TALLAHASSEE, FLORIDA