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FLORIDA DIVISION OF CORPORATIONS  
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FROM: BARNETT, BOLT, KIRKWOOD & LONG  
CONTACT: YOLANDA A FULLO  
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NAME: SEM ACQUISITION CORPORATION

AUDIT NUMBER.....H98000011646

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

CERT. OF STATUS..1

PAGES..... 3

CERT. COPIES.....0

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ARTICLES OF INCORPORATION  
OF  
SPM ACQUISITION CORPORATION

The undersigned hereby organizes a corporation for profit under the provisions of the Florida Business Corporation Act, and pursuant to the following Articles of Incorporation:

ARTICLE I

Name

The name of this corporation is:

SPM ACQUISITION CORPORATION

ARTICLE II

Duration

This corporation shall have perpetual existence, commencing upon filing of the Articles of Incorporation.

ARTICLE III

Principal Office and Mailing Address

The address of the principal office and the mailing address of this corporation is 225 West Busch Boulevard, Tampa, Florida, 33612.

ARTICLE IV

Capital Stock

This corporation is authorized to issue one (1) share of common stock, each with a par value of one dollar (\$1.00).

Craig E. Behrenfeld, Esquire  
Florida Bar Number 0964750  
Barnett, Bolt, Kirkwood & Long  
601 Bayshore Boulevard, Suite 700  
Tampa, Florida 33606  
(813) 253-2020  
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ARTICLE VPreemptive Rights

This corporation elects to have preemptive rights.

ARTICLE VIInitial Registered Office and Agent

The street address of the initial registered office of this corporation is 601 Bayshore Boulevard, Suite 700, Tampa, Florida, 33606, and the name of the initial registered agent of this corporation at that address is Craig E. Behrenfeld, Esquire.

ARTICLE VIIIncorporator

The name and address of the incorporator is:

NAMEADDRESS

Craig E. Behrenfeld, Esquire

601 Bayshore Boulevard  
Suite 700  
Tampa, Florida 33606

ARTICLE VIIIInitial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time in the manner provided in the bylaws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

NAMEADDRESS

George W. Connley

225 West Busch Boulevard  
Tampa, Florida 33612

Daniel L. Titus

225 West Busch Boulevard  
Tampa, Florida 33612

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ARTICLE IXIndemnification

This corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE XAmendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 23 day of June, 1998, and the undersigned registered agent acknowledges that he is familiar with, and accepts, the obligations of registered agent of this corporation.

  
CRAIG E. BEHRENFELD, ESQUIRE  
Incorporator and Registered Agent

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