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ROBERT M. LLOYD
ATTORNEY AT LAW
THE FORT PIERCE HOTEL BUILDING
200 SOUTH INDIAN RIVER DRIVE, SUITE 301
FORT PIERCE, FLORIDA 34950

MAILING ADDRESS:
P.O. BOX 12009
FORT PIERCE, FL 34979-2009
TELEPHONE (561) 461-2844
FAX (561) 461-6119

June 23, 1998

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
409 East Gains Street
Tallahassee, Florida 32399

RE: Ga. Think Tank, Inc.

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-06/24/98--01051--010
***122.50 ***122.50

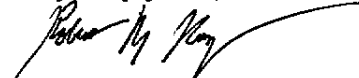
To Whom It May Concern:

Enclosed please find an original and one copy of the Articles of Incorporation for Ga. Think Tank, Inc. Please file the original Articles of Incorporation and return the duplicate copy to this office with the filing information noted thereon. A self addressed stamped envelope is provided for this purpose.

Also enclosed is this firm's trust account check in the amount of \$122.50 in payment of the filing fee.

With best regards.

Very truly yours,



Robert M. Lloyd

/sec
Encl.

APPROVED
AND
FILED
98 JUN 24 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK JUN 25 1998

ARTICLES OF INCORPORATION

OF

GA. THINK TANK, INC.

APPROVED
AND
FILED
98 JUN 24 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is GA. THINK TANK, INC., a Florida Corporation.

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - PURPOSE

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

ARTICLE IV - INITIAL PRINCIPAL OFFICE

The street address and mailing address of the initial principal office of this Corporation is 200 South Indian River Drive, Suite 301, Fort Pierce, Florida 34950.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue ten thousand (10,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 200 South Indian River Drive, Suite 301, Fort Pierce, Florida 34950, and the name of the initial registered agent of this corporation at that address is Robert M. Lloyd.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1).

The name and address of the initial director of this corporation is:

NAME

ADDRESS

ROBERT M. LLOYD

200 South Indian River Drive
Suite 301
Fort Pierce, Florida 34950

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles is:

NAME

ADDRESS

ROBERT M. LLOYD

200 South Indian River Drive
Suite 301
Fort Pierce, Florida 34950

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 23rd day of June, 1998.

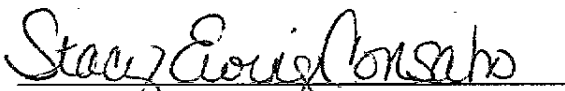

ROBERT M. LLOYD

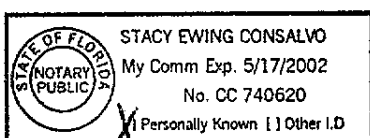
STATE OF FLORIDA

ST. LUCIE COUNTY

BEFORE ME, a notary public authorized to take acknowledgments in the state and county aforesaid, personally appeared ROBERT M. LLOYD, known to me and known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed those Articles of Incorporation and did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, at Fort Pierce, said county and state, this 23rd day of June, 1998.


STACY EWING CONSALVO
Notary Public - State of Florida
My commission expires: 05-17-2002



I HEREBY ACCEPT the foregoing designation as Resident Agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

DATED this 23rd day of June, 1998.


ROBERT M. LLOYD

APPROVED
AND
FILED
98 JUN 24 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA