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**DOMINIC ACCOCELLA
8784 ASHWORTH DRIVE
TAMPA, FLORIDA 33647
813-973-4844**

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-06/30/98--01083--009
****122.50 ****122.50

June 29, 1998

Division of Corporations
P.O. Box 6327
Tallahassee, Fl 32134

Dear Sir/Madam

Enclosed are Articles of Incorporation for ACCOCELLA & ASSOCIATES, INC. for registration with the state as a Florida corporation. Please return a certified copy to the above address.

A check for \$122.50 is also enclosed.

Sincerely,

Dominic Accocella
PA

Dominic Accocella

FILED
98 JUN 30 PM 3:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AK. 7-1-98

**ARTICLES OF INCORPORATION
OF
ACCOCELLA & ASSOCIATES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the Florida Business Corporation Act, the undersigned incorporator of Accocella & Associates, Inc., a Florida corporation (the "Corporation"), hereby adopts the following Articles of Incorporation for the Corporation:

**ARTICLE I
NAME AND ADDRESS**

The name of the Corporation is Accocella & Associates, Inc. The Corporation's principal office and mailing address is 8784 Ashworth Drive, Tampa, Florida 33647.

**ARTICLE II
BUSINESS AND ACTIVITIES**

The Corporation may, and is authorized to, engage in any activity or business now or hereafter permitted under the laws of the United States and of the State of Florida.

**ARTICLE III
CAPITAL STOCK**

The Corporation is authorized to issue 10,000 shares of Common Stock having a par value of \$0.01 per share.

**ARTICLE IV
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the Corporation's registered office is 8784 Ashworth Drive, Tampa, Florida 33647, and its agent for service of process at such office is Dominic Accocella.

**ARTICLE V
INITIAL BOARD OF DIRECTORS**

The number of directors constituting the initial Board of Directors of the Corporation is one. The initial director of the Corporation is Dominic Accocella, 8784 Ashworth Drive, Tampa, Florida 33647. The number of directors may be increased or decreased from time to time by the Board of Directors in accordance with the Corporation's Bylaws.

**ARTICLE VI
INCORPORATOR**

The Corporation's incorporator is Dominic Accocella, 8784 Ashworth Drive, Tampa, Florida 33647.

IN WITNESS WHEREOF, the undersigned incorporator of the Corporation has, in accordance with the Florida Business Corporation Act, executed these Articles of Incorporation effective as of June 27, 1998.



Dominic Accocella, Incorporator

ACKNOWLEDGEMENT OF REGISTERED AGENT

The undersigned, having been designated to accept service of process for Accocella & Associates, Inc. at the place indicated in the foregoing Articles of Incorporation, does hereby accept the appointment as registered agent and does hereby acknowledge that the undersigned is familiar with and accepts the obligations of such position as set forth in the Florida Business Corporation Act.

Executed this 27 day of June, 1998.


Dominic Accocella

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98 JUN 30 PM 3:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA