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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: TAX, ACCOUNTING & RESEARCH, INC.

ACCT#: 074723001473

CONTACT: RICHARD BOLEK

PHONE: (813)733-7633

FAX #: (813)733-7933

NAME: PELICAN BAY SERVICES, INC

AUDIT NUMBER.....H98000016545

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

CERT. OF STATUS..0

PAGES..... 3

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ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA.

OF

PELICAN BAY SERVICES, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: PELICAN BAY SERVICES, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2505 HAMMOCK CT
CLEARWATER FL 33761

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000 SHARES
NO PAR

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

PREPARED BY: JEFFREY C. SHUCKLES
2505 HAMMOCK CT
CLEARWATER FL 33761
(727) 669-6836

RICHARD A. BOLEK
1992 BONNIE CT
DUNEDIN FL 34698



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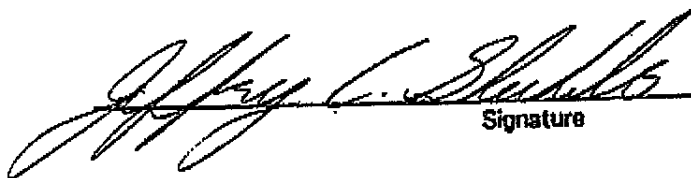
ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

JEFFREY C. SHECKELS
2505 HAMMOCK CT
CLEARWATER FL 33761

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

4TH day of SEPT, 1998.



Signature

Signature

Signature

Articles of Incorporation

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: PELICAN BAY SERVICES, INC.

2. The name and address of the registered agent and office is:

RICHARD A. BOLEK
(Name)
1992 BONNIE CT.
(P.O. Box not acceptable)
DUNEDIN FL 34698
(City/State/Zip)

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TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Richard A. Bolek
(Signature)

9/4/98

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