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A. G. SPICOLA, JR.

ATTORNEY AT LAW

412 MADISON STREET
SUITE 807
TAMPA, FLORIDA 33602
TELEPHONE 813 / 229-9326

September 8, 1998

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee FL 32314

Re: Incorporation of R. & J. Paul Elliott, Inc.

900002641219--8
09/16/98--01065--004
****131.25 ****131.25

Gentlemen,

Enclosed please find the original and two copies of the Articles of Incorporation of the above named corporation, and the designation and acceptance of registered agent in connection with same. I likewise enclose my check in the amount of \$131.25 for the filing fee, certified copy of the articles, and the certificate. These should be returned to me at the above address.

If there are any questions, please do not hesitate to call me.

Sincerely,


A. G. Spicola, Jr.

AGS/rpt

Enclosures

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DIVISION OF CORPORATIONS

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**ARTICLES OF INCORPORATION
OF
R. & J. PAUL ELLIOTT, INC.**

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ARTICLE I. CORPORATE NAME

The name of this corporation is R. & J. Paul Elliott, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation are 4108 West Pearl Avenue, Tampa, Florida, 33611.

ARTICLE III. CAPITAL STOCK

The maximum number of shares this corporation is authorized to issue is 101 with a par value of one hundred dollars (\$100.00) per share, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent are Ronald P. Elliott, 4108 West Pearl Avenue, Tampa, Florida, 33611.

ARTICLE V. INCORPORATORS

The names and street addresses of the incorporators of these articles of incorporation are:

Name	Address
Ronald P. Elliott	4108 West Pearl Avenue, Tampa, Florida, 33611.
James P. Elliott	207 Fairfield Street, Oldsmar, Florida, 34677

ARTICLE VI. INITIAL DIRECTORS


The names and street addresses of the initial members of the board of directors of the corporation are:

Name	Address
Ronald P. Elliott	4108 West Pearl Avenue, Tampa, Florida, 33611.
James P. Elliott	207 Fairfield Street, Oldsmar, Florida, 34677.
Beverly A. Elliott	4108 West Pearl Avenue, Tampa, Florida, 33611.


ARTICLE VII. PURPOSE

The purpose of the corporation shall be to conduct any and all business not inconsistent with law.

The undersigned have executed these articles of incorporation on _____, 1998.



Ronald P. Elliott, Incorporator



James P. Elliott, Incorporator

These articles of corporation were prepared by:

A. G. Spicola, Jr.
412 Madison Street, Ste. 807
Tampa, Florida, 33602
(813) 229-9326
Florida Bar No. 076617

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

PURSUANT TO THE PROVISIONS OF F.S. 607.0501, 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 R. & J. Paul Elliott, Inc.
2. The name and address of the registered agent and office is Ronald P. Elliott, 4108 West Pearl Avenue, Tampa, Florida, 33611.

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.

Ronald P. Elliott
Ronald P. Elliott

This 10 day of SEPTEMBER, 1998.

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