

FRANCINE CLAIR LANDAU  
Attorney At Law

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Jacksonville, Florida 32207

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January 28, 1999

*P99000011238*

Corporate Records Bureau  
Division of Corporation  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32301

700002760517 - 2

02/01/99 0117 007  
122.50 # 78.75

RE: REM WORKS, INC.

Dear Sirs/Madam:

Enclosed are two originals of the Articles of Incorporation of REM WORKS, INC. Please acknowledge the copy and return it to this office, along with the certificate.

I have also enclosed my firm trust check, number 9520 in the amount of \$122.50 to cover the cost of filing and certified copy of the Articles of Incorporation REM WORKS, INC.

If there are any technical errors or omissions, please call us collect. We will then verbally authorize any necessary changes to make the document comply with your requirements.

Thank you for your assistance in this matter.

Sincerely,

*Joan H. Venable*

Joan H. Venable, Legal Assistant  
to Francine C. Landau, Esq.

/jhv

Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 FEB - 1 PM 12: 52

ARTICLES OF INCORPORATION

OF

REM WORKS, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 FEB -1 PM 12:52

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such Corporation:

ARTICLE 1 - NAME

The name of the corporation is REM WORKS, INC.

ARTICLE 2 - DURATION

The period of its duration is perpetual.

ARTICLE 3 - PURPOSE

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE 4 - STOCK

The Corporation shall have the authority to issue one thousand (1,000.00) shares of common stock, all of one class, having a par value of One Dollar (\$1.00).

ARTICLE 5 - PRINCIPAL/REGISTERED OFFICE

The address of its principal registered office is:

8971 Sandusky Avenue South  
Jacksonville, Florida 32216

and the name of its initial registered agent and her address is:

FRANCINE CLAIR LANDAU, ESQUIRE  
1501 San Marco Boulevard  
Jacksonville, Florida 32207

ARTICLE 6 - DIRECTORS

The number of Directors constituting its initial Board of Directors shall be three. The number of Directors may be changed from time to time, but shall never be less than three (3). The names and addresses of the initial Board of Directors are as

follows:

GARY D. MURPHY  
8971 Sandusky Avenue South  
Jacksonville, Florida 32216

John V. Dickens  
1083 Larkspur Loop  
Jacksonville, Florida 32259

Patrick D. Farrington  
2819 St. Tropez Court  
Ponte Vedra Beach, Florida 32082

ARTICLE 7 - INCORPORATOR

GARY D. MURPHY  
8971 Sandusky Avenue South  
Jacksonville, Florida 32216

DATED this 26th day of January, 1999.

*Gary D. Murphy*  
GARY D. MURPHY

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing Articles of Incorporation were acknowledged before me this 26th day of January, 1999, by Gary D. Murphy. He is personally known to me and did not take an oath.

WITNESS my hand and official seal this 26th day of January, 1999, Jacksonville, Duval County, Florida.



JOAN H. VENABLE  
MY COMMISSION # CC461999 EXPIRES  
May 10, 1999  
BONDED THRU TROY FAIR INSURANCE, INC.

*Joan H. Venable*  
JOAN H. VENABLE  
NOTARY PUBLIC  
My Commission expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 26th day of January, 1999.

*Francine Clair Landau*  
FRANCINE CLAIR LANDAU, ESQUIRE  
Registered Agent

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DIVISION OF CORPORATIONS  
99 FEB - 1 PM 12:52