

P99000015598

RICHARD L. STRONG
1718 Main Street, Suite 200A
Sarasota, FL 34236
(941) 954-7731

February 5, 1999

100002773061--2
-02/11/99--01064--013
****122.50 *****78.75

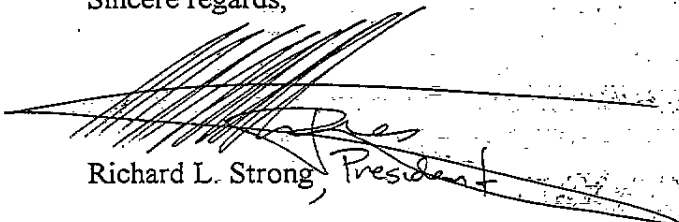
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
ATTN: Document Specialist, New Filing Section

Enclosed are the Articles of Incorporation for Infiniti III Group, Inc. which was formed February 5, 1999, accompanied by the \$122.50 filing fee written to the Secretary of State.

Business will commence immediately.

If additional information is needed, please call.

Sincere regards,


Richard L. Strong, President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 11 PM 3:38

**ARTICLES OF INCORPORATION
OF
INFINITI III GROUP, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 11 PM 3:38

The undersigned subscribes to these Articles of Incorporation, each a natural person competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be Infiniti III Group, Inc.

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of this state.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 100 shares of common stock, each having a par value of \$ 1.00.

Authorized capital stock may be paid for in cash, services or property, at a just value to be fixed by the directors of this corporation at any regular or special meeting.

ARTICLE IV - EXISTENCE

The corporation shall have perpetual existence until dissolved.

ARTICLE V - ADDRESS

The initial street address of the principal office of this corporation is to be at 1718 Main Street, Suite 200A, Sarasota, Florida 34236.

ARTICLE VI - DIRECTORS

There shall initially be three directors of the corporation. The name and address of the directors is as follows:

Richard L. Strong	-	1718 Main Street , Suite 200A Sarasota, Florida 34236
Gary C. Gee	-	1718 Main Street, Suite 200A Sarasota, Florida 34236
Stephen A. Palmer	-	1718 Main Street, Suite 200A Sarasota., Florida 34236

ARTICLE VIII - SUBSCRIBERS

The name and address of each person signing these Articles of Incorporation as a subscriber is as follows:

Richard L. Strong - 1718 Main Street, Suite 200A
Sarasota, Florida 34236

Gary C. Gee - 1718 Main Street, Suite 200A
Sarasota, Florida 34236

Stephen A. Palmer - 1718 Main Street, Suite 200A
Sarasota, Florida 34236

ARTICLE VIII - REGISTERED OFFICE

The street address of the initial registered office and the name of its original agent is as follows:

Richard L. Strong - 1718 Main Street, Suite 200A
Sarasota, Florida 34236

ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the subscriber, proposed by him to the stockholders and approved by them at a meeting of stockholders by a majority of the stockholders entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment to the Articles of Incorporation be made.

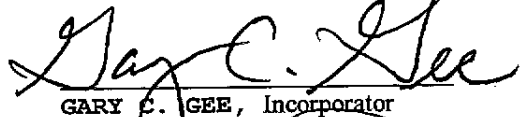
ARTICLE X - REGISTERED AGENTS


I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


RICHARD L. STRONG, Registered Agent

IN WITNESS WHEREOF, we have hereunto set our hands and seals acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 5th day of February, 1999.


RICHARD L. STRONG, Incorporator


GARY C. GEE, Incorporator


STEPHEN A. PALMER, Incorporator

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99FEB 11 PM 3:38

STATE OF FLORIDA
COUNTY OF SARASOTA

BEFORE ME personally appeared **RICHARD L. STRONG** to me well known to be the person acknowledging this instrument and acknowledged to and before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have set my hand and official seal in the county and state last aforesaid this 5th day of February, 1999.

Helen M. Phillips
Notary Public - State of Florida

Notary Seal:



"OFFICIAL SEAL"
Helen M. Phillips
My Commission Expires 5/16/2000
Commission #CC 555471

STATE OF FLORIDA
COUNTY OF SARASOTA

BEFORE ME personally appeared **GARY C. GEE** to me well known to be the person acknowledging this instrument and acknowledged to and before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have set my hand and official seal in the county and state last aforesaid this 5th day of February, 1999.

Helen M. Phillips
Notary Public - State of Florida

Notary Seal:



"OFFICIAL SEAL"
Helen M. Phillips
My Commission Expires 5/16/2000
Commission #CC 555471

STATE OF FLORIDA
COUNTY OF SARASOTA

BEFORE ME personally appeared **STEPHEN A. PALMER** to me well known to be the person acknowledging this instrument and acknowledged to and before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have set my hand and official seal in the county and state last aforesaid this 5th day of February, 1999.

Helen M. Phillips
Notary Public - State of Florida

Notary Seal:



"OFFICIAL SEAL"
Helen M. Phillips
My Commission Expires 5/16/2000
Commission #CC 555471