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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 922-4001

EFFECTIVE DATE

2-15-99

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.**CRESSEY AND DURAN, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION

OF

EFFECTIVE DATE
2-15-99

Cressey and Duran, Inc.

PREAMBLE

COMES NOW the undersigned Registered Agent/Incorporator, and hereby adopts these Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is Cressey and Duran, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal office and mailing address of this corporation is:

3250 U.S. Highway 98 North
Lakeland, Florida 33815

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ARTICLE III. PURPOSE

The purpose of this Corporation is to engage in any lawful activity, and generally for the purpose of generating profits for its shareholders.

ARTICLE IV. TERM OF EXISTENCE

The corporation shall have perpetual existence starting February 15, 1999.

ARTICLE V. CAPITAL STOCK

The initial capital stock of this corporation shall be 1,000 shares of common stock without par value. The corporation may issue more stock as provided in the by-laws.

(This instrument prepared by
(James A. Berrios, Esquire
(FBN 0115168
((941) 709-0580
(6700 So. Florida Ave., Suite 9
(LAKELAND, FL 33818

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ARTICLE VI. REGISTERED OFFICE AND AGENT

The address of the initial registered office of this corporation is:

3250 U.S. Highway 98 North
Lakeland, Florida 33815

The name of the initial registered agent at that address is:

Paul Cressey

ARTICLE VII. BOARD OF DIRECTORS

The business of the corporation shall be managed by its board of directors. The initial board of directors shall consist of two (2) members. The name and address of the members of the first board of directors are:

Name	Address
Paul Cressey	3250 U.S. Highway 98 North Lakeland, Florida 33815
Luis Duran	3250 U.S. Highway 98 North Lakeland, Florida 33815

ARTICLE VIII. SUBSCRIBER

The name and address of the person signing these articles of incorporation as subscriber are:

Name	Address
Paul Cressey	3250 U.S. Highway 98 North Lakeland, Florida 33815

ARTICLE IX. AMENDMENT

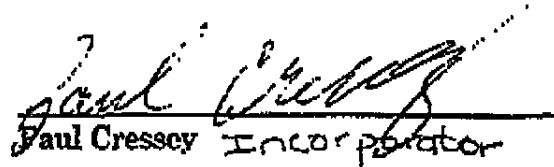
The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

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IN WITNESS WHEREOF, the undersigned subscriber executed these articles
of incorporation on February 19th, 1999.

Paul Cressey
Registered Agent.


Paul Cressey Incorporator

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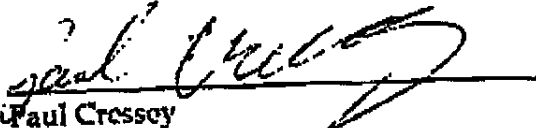
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF F.S. 607.0501, THE UNDERSIGNED FLORIDA PROFESSIONAL SERVICE 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: **Cressey and Duran, Inc.**
2. The name and address of the registered agent and office are:

Paul Cressey
3250 U.S. Highway 98 North
Lakeland, Florida 33815

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.


 Paul Cressey
 February 19, 1999

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