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002870143---05/11/99--01001--005 *****70.00 *****70.00 CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known): Pick Up Time Certified Copy Walk In Certificate of Status Certificate of Good Standing ARTICLES ONLY ALL CHARTER DOCS SAMENDMENTS SEE THE NEW FILINGS Profit Resignation of R.A. Officer/Director NonProfit Certificate of FICTITIOUS NAME Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication FICTITIOUS NAME SEARCH Merger Other CORP SEARCH REGISTRATION/QUALIFICATION **SEOTHER FILINGS** Foreign Annual Report Limited Parmership Fictitious Name Name Reservation Reinstatement Trademark

ARTICLES OF INCORPORATION OF CORPORATE BENEFITS, INC.

ARTICLE I

The name of the Corporation is:

CORPORATE BENEFITS, INC.

and the principal place of business and mailing address is

10317 Skewlee Road Thonotosassa, FL 33592

The registered office of the Corporation shall be at 600 Bypass Drive, Suite 219, Clearwater, Florida 33764, and the name of the registered agent is John Bozmoski, Jr.

ARTICLE II

The Corporation shall be of perpetual existence.

ARTICLE III

The general purpose of the Corporation shall be to transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV

The total number of shares that may be issued by the Corporation is ten thousand (10,000) shares of common stock with a par value of (\$0.01) per share, which stock may be issued in fractional shares, and may be in whole or in part cancelled and reissued, and said stock shall be paid for as the Board of Directors may, in their discretion, provide or approve. The holders of the Corporation's common stock shall be entitled to one (1) vote for each share of stock standing in their names respectively.

ARTICLE V

The business and affairs of this Corporation shall be conducted and managed by a Board of Directors of not less than one (1) member with a maximum of twenty-five (25) members, as may be provided by the Corporation, at such time and place as may be fixed by the By-laws or by Resolution of the Board of Directors, and who shall hold office until their successors shall be elected and qualified. The names and addresses of the Directors who are to serve until the First Annual Meeting of the Stockholders are as follows:

NAME

ADDRESS

Kelly C. Tyson

10317 Skewlee Road Thonotosassa, FL 33592

ARTICLE VI

The names and post office address of each incorporator to this certificate and their addresses are:

John Bozmoski, Jr. 600 Bypass Drive Clearwater, FL 33764

ARTICLE VII

Stock may be issued by the Corporation from time to time for such consideration as may be fixed by a unanimous vote of the Board of Directors thereof.

IN WITNESS WHEREOF, I have made, signed and acknowledged these Articles of Incorporation, this 6th day of May, 1999.

INCORPORATOR

I hereby accept the duties and responsibilities, as stated in the Florida Statutes, of the office of registered agent of CORPORATE BENEFITS INC.

Registered Agent

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SECRETARY OF STATE