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PLEASE REPLY TO: SARASOTA

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SUSAN W. LURVEY
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CHARLES W. TELFAIR, IV
RICHARD S. WEBB, IV

June 30, 1999

ATTN: New Filings
Bureau of Commercial Recording
Division of Corporations
Secretary of State
P.O. Box 5588
Tallahassee, FL 32314

RE: St. Louis Consulting, Inc.

Dear Sir:

Enclosed herewith is the original and one copy of Articles of Incorporation for St. Louis Consulting, Inc. to be filed with the Secretary of State. Please return a certified copy of the Articles.

Should you have any questions, please contact me at 941-951-1800, Ext. 358.

Very truly yours,

LUTZ, WEBB & BOBO, P.A.

Barbara Sillick, Assistant to
John Raymond Dunham, III

JRD/bjs

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99 JUL -2 PM 12:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
ST. LOUIS CONSULTING, INC.**

FILED
99 JUL -2 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THESE ARTICLES OF INCORPORATION are signed by the incorporator for the purpose of forming a profit corporation pursuant to the provisions of Florida Statutes Chapter 607, as amended, as follows:

ARTICLE I

The name of the corporation is ST. LOUIS CONSULTING, INC.

ARTICLE II

The purpose for which the corporation is formed is to engage in any activity within the purposes for which corporations may be formed.

ARTICLE III

The street address of the principal office of the corporation is 3715 31st Street East, Bradenton, FL 34208.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 10,000, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is and the initial registered agent for the Corporation at that address is Lorraine Riesner.

ARTICLE VI

The name and address of the incorporator are as follows:

Lorraine Riesner
3715 31st Street East
Bradenton, FL 34208

ARTICLE VII

The initial board of directors shall consist of one member. The name and address of the person who will serve on the initial board of directors is:

NAME	ADDRESS
Lorraine Riesner	3715 31 st Street East Bradenton, FL 34208

ARTICLE VIII

The duration of the corporation is perpetual.

ARTICLE IX

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21st day of June, 1999.


LORRAINE RIESNER

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for ST. LOUIS CONSULTING, INC. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).



LORRAINE RIESNER
3715 31st Street East
Bradenton, FL 34208

Date: 6-21, 1999

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99 JUL -2 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA