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LAW OFFICES OF
OBERDORFER & BARRY, P.A.

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E. CHARLES OBERDORFER
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FILED
99 SEP -7 PM 6:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 2, 1999

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: Articles of Incorporation for Val-U-Vision of St. Augustine, Inc.

Gentlemen:

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-09/07/99--01123--002
****122.50 *****78.75

Enclosed herewith is an original and one copy of the Articles of Incorporation of Val-U-Vision of St. Augustine, Inc. I also enclose a designation of registered agent form, and our check in the amount of \$122.50 to cover the following charges:

1. Filing fee of \$35.00;
2. Certified copy of articles, \$52.50;
3. Certificate designating registered agent, \$35.00

Please return one copy of the articles indicating the filing date and file number. Thank you for your attention to this matter.

Very truly yours,


E. CHARLES OBERDORFER

ECO/vc
Enc.

9-13
WC

ARTICLES OF INCORPORATION
OF
VAL-U-VISION OF ST. AUGUSTINE, INC.

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Article One - Name

The name of this corporation shall be VAL-U-VISION OF ST. AUGUSTINE, INC.

Article Two - Duration

This corporation shall exist perpetually.

Article Three - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article Four - Capital Stock

This corporation is authorized to issue 100 shares of \$1.00 par value common stock.

Article Five - Initial Registered Agent

The principal address of the corporation is 9397-3 San Jose Blvd., Jacksonville, Florida 32257, and the name of the initial registered agent of this corporation is E. Charles Oberdorfer, Esquire, 1719 Blanding Boulevard, Jacksonville, Florida 32210.

Article Six - Initial Board of Directors

This corporation shall have not less than one and no more than two directors. The number of directors or officers may increase from time to time by the Bylaws but shall never be less than one. The names and addresses of the initial officers of the corporation are:

Alan I. Rauchwarger
9397-3 San Jose Boulevard
Jacksonville, FL 32257

President/Director

Article Seven - Incorporator

The name and address of the person signing these articles E. Charles Oberdorfer, Esquire,
1719 Blanding Boulevard, Jacksonville, Florida 32210.

Article Eight - Amendment

This corporation reserves the right to amend or repeal any provisions created in these Articles
of Incorporation or any amendment hereto, and any right conferred upon the shareholders is
subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of
Incorporation this 1st day of September 1999.

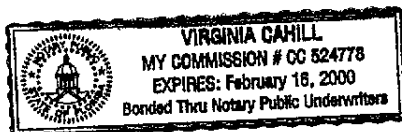

E. CHARLES OBERDORFER


STATE OF FLORIDA

COUNTY OF DUVAL

BEFORE ME, the undersigned authority, appeared **E. CHARLES OBERDORFER** who is
personally known to me, who executed the foregoing articles and acknowledged before me that
he executed those Articles of Incorporation freely and voluntarily.

SWORN TO and subscribed before me this 1 day of Sept., 1999.





Notary Public
My commission expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Florida Statutes, the following is submitted in compliance with said statutes:
VAL-U-VISION OF ST. AUGUSTINE, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of St. Augustine, County of St. Johns, and State of Florida, has named E. Charles Oberdorfer, Esquire, 1719 Blanding Boulevard, Jacksonville, Florida 32210 as its agent to accept service of process within this state.

ACCEPTANCE:

Having been named to accept service of process for the above-named corporation, at place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said statutes relative to keeping open said offices.


E. CHARLES OBERDORFER,
Registered Agent

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TALLAHASSEE, FLORIDA