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ATTORNEY AT LAW

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September 27, 1999

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

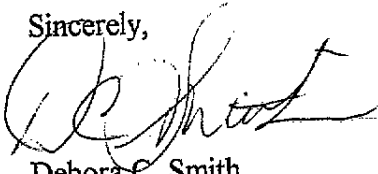
RE: Sampson Financial Services, Inc.

Dear Sir or Madam:

Enclosed please find an original and one (1) copy of the Articles of Incorporation of the above-referenced new corporation, and a check in the amount of \$72.00, representing the filing fee.

Thank you, and if you have any questions, please feel free to call.

Sincerely,



Debora C. Smith
/dcs
Encls.

FILED
99 SEP 30 AM 9:32
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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FILED
99 SEP 30 AM 9:32
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF**

**SAMPSON FINANCIAL SERVICES, INC.
A Florida Corporation**

(Pursuant to Chapter 607 and 621, Florida Statutes)

The undersigned persons have associated themselves for the purpose of forming a corporation under the laws of Florida and adopt the following Articles of Incorporation.

1. **Name.** The name of this corporation is **SAMPSON FINANCIAL SERVICES, INC.** The period of duration shall be perpetual.
2. **Purpose and Powers.** This corporation is organized for the transaction of any and all lawful business for which corporations may be incorporated under the laws of the State of Florida, as they may be amended from time to time.
3. **Initial Business.** The general nature of the business proposed to be transacted initially by the corporation, at any place within the United States, is and generally to do all acts reasonable and necessary for the furtherance of such business.
4. **Authorized Capital.** The Corporation Shall have the authority to issue 750 shares of common stock. The par value of the stock is \$ \$1.00.
5. **Known Place of Business.** The known place of business of the corporation shall be 10327 Newport Circle, Tampa, FL 33612.
6. **Board of Directors.** The number of directors of the corporation shall be fixed and may be altered from time to time as may be provided in the bylaws but in any event shall consist of no fewer than one member. In case of any increase in the number of directors, the additional directors may be elected by the directors or by the shareholders at an annual or special meeting, as shall be provided in the bylaws.

The initial Board of Directors shall consist of 3 persons, who shall serve until the first annual meeting of the shareholders, and whose names and addresses are:

- | | |
|------------------|---------------------------------------|
| PAMELA E. SALMON | 10327 Newport Circle, Tampa, FL 33612 |
| RICHARD FINE | 804 W. Kirby, Tampa, FL 33604 |
| SHIRLEY FINE | 804 W. Kirby, Tampa, FL 33604 |

7. **Officers.** The initial officers of the corporation who shall serve at the pleasure of the board of directors are:

RICHARD FINE, President
PAMELA E. SALMON, Vice President/Secretary
SHIRLEY E. FINE, Treasurer

8. **Registered Agent.**

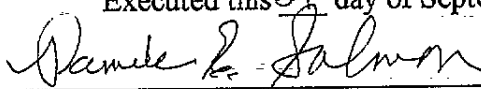
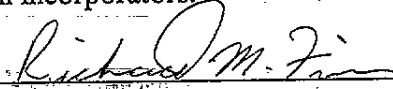
The name and Registered address of the Registered agent of the Corporation is:

RICHARD FINE
804 W. Kirby
Tampa, FL 33604

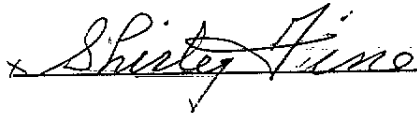
9. The Corporation will not commence business until it has received for the issuance of its shares consideration of the value of a stated sum which shall be at least one thousand dollars (\$1,000.00).

IN WITNESS WHEREOF, the following incorporators have signed these Articles of Incorporation, intending that they be effective as of September 21, 1999.

Executed this 21st day of September, 1999 by all incorporators.

PAMELA E. SALMON



ACCEPTANCE BY REGISTERED AGENT

RICHARD FINE who has been a bona fide resident of Florida, hereby accepts his appointment as Registered Agent of SAMPSON FINANCIAL SERVICES, INC., to accept and acknowledge service of, and upon whom may be served, all necessary process or processes in any action, suit or proceeding that may be had or brought against this corporation in any of the courts of Florida; and affirms that his office at the address set forth in the foregoing Articles shall serve as the Registered office of the corporation.

DATE: September 21, 1999


RICHARD FINE.