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JOHN H. MYERS • ATTORNEY AT LAW

2831 Ringling Blvd. • Suite 107-B • Sarasota, FL 34237  
Tel (941) 955-2228 • Fax (941) 955-1291

October 21, 1999

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

4000003023944--2  
-10/25/99--01102--008  
\*\*\*\*122.50 \*\*\*\*78.75

Re: CIS OF S.W. FLA., INC.

Dear Sir/Madam:

Enclosed is the original and a copy of Articles of Incorporation for filing. Also enclosed is my trust account check in the amount of \$122.50 for the filing fee. Please register and return the copy to my attention. Thank you.

Very truly yours,

*[Signature]*  
John H. Myers

JHM/mm

enc.

FILED  
99 OCT 25 PM 2:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*John Myers* GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT *Art. F*  
DATE *10/22/99*  
DOC. EXAM *Debra Brown*

D. BROWN OCT 27 1999

ARTICLES OF INCORPORATION

OF

CIS OF S.W. FLA., INC.

BY THESE ARTICLES OF INCORPORATION, the incorporator forms a corporation for profit under Florida law.

NAME

The name of this corporation is CIS OF S.W. FLA., INC.

ADDRESS

The physical location of the corporation shall be at 5304 Ashton Court, Sarasota, FL 34233.

TERM

This corporation shall exist perpetually.

PURPOSE

The purpose of this corporation is to transact any or all lawful business for which corporations may be incorporated under Florida law.

STOCK

The corporation is authorized to issue 10,000 shares of common stock with \$1.00 par value. The stockholders may dispose of the authorized and unissued stock from time to time. No stockholder has a preemptive right to purchase unissued, or treasury stock, or securities convertible into or carry a right to subscribe to or acquire stock.

REGISTERED AGENT

The registered agent for this corporation is JOHN H. MYERS, the registered office is located at 2831 Ringling Blvd., B-107, Sarasota, FL 34237.

FILED  
99 OCT 25 PM 2:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DIRECTORS

This corporation shall have no directors. The business of the corporation shall be managed by the stockholders.

INCORPORATORS

JAMES M. GOESE, 5304 Ashton Court, Sarasota, FL 34233

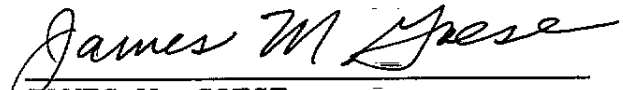
BY-LAWS

After adoption of the initial by-laws by the stockholders, by-laws may be adopted, amended or repealed by the stockholders of this corporation.

STOCK RESTRICTIONS

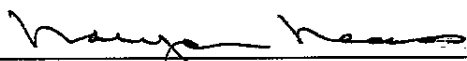
By agreement, stockholders and this corporation may restrict or limit the sale or transfer, or both, of stock of this corporation, restrict the right to encumber the stock and provide for the consideration to be paid for the stock after its original issuance. The by-laws shall provide for transfer on the corporate books in conformity with this agreement.

DATED on the 21 day of October, 1999.

  
JAMES M. GOESE

STATE OF FLORIDA  
COUNTY OF SARASOTA

THE FOREGOING INSTRUMENT was acknowledged before me on the 21<sup>st</sup> day of October, 1999, by JAMES M. GOESE.

  
NOTARY PUBLIC

My Commission Expires:

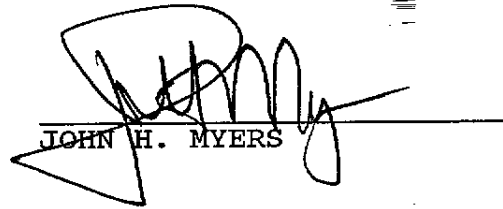


Maryann Maass  
MY COMMISSION # CC691273 EXPIRES  
November 21, 2001  
BONDED THRU TROY FAIR INSURANCE, INC

99 OCT 25 PM 2:31  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CONSENT OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as Registered Agent.

  
JOHN H. MYERS