

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO10000026476

Flash of America, Inc.

600003852466--0
-03/14/01--01018--022
*****78.75 *****78.75

- Art of Inc. File _____
- ____ LTD Partnership File _____
- ____ Foreign Corp. File _____
- ____ L.C. File _____
- ____ Fictitious Name File _____
- ____ Trade/Service Mark _____
- ____ Merger File _____
- ____ Art. of Amend. File _____
- ____ RA Resignation _____
- ____ Dissolution / Withdrawal _____
- ____ Annual Report / Reinstatement _____
- Cert. Copy _____
- ____ Photo Copy _____
- ____ Certificate of Good Standing _____
- ____ Certificate of Status _____
- ____ Certificate of Fictitious Name _____
- ____ Corp Record Search _____
- ____ Officer Search _____
- ____ Fictitious Search _____
- ____ Fictitious Owner Search _____
- ____ Vehicle Search _____
- ____ Driving Record _____
- ____ UCC 1 or 3 File _____
- ____ UCC 11 Search _____
- ____ UCC 11 Retrieval _____
- ____ Courier _____

01 MAR 14 PM 1:13
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

MAR 14 2001
01 MAR 14 AM 11:15
DIVISION OF CORPORATION

RECEIVED

Signature _____

Requested by: _____

Name _____

3/13/01
Date

4:35
Time

Walk-In _____

Will Pick Up _____

ARTICLES OF INCORPORATION

OF

FLASH OF AMERICA, INC.

ARTICLE I

NAME

The name of this corporation is: FLASH OF AMERICA, INC.

01 MAR 14 PM 1:13
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

ARTICLE II

DURATION

The term of existence of the corporation is perpetual.

ARTICLE III

PURPOSE

The purpose for which the corporation is organized is the transaction for any and all lawful business for which corporations may be incorporated under the General Corporation Act of the State of Florida. These shall include but not be limited to, the power to sue and be sued, complain and defend in its corporate name in all actions and proceedings, and to have a Corporate Seal. The Corporation may also purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use or otherwise deal in or with real

or personal property or any interest therein wherever situated. It shall have the power to sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of any or all of its property, franchises and income. It may conduct its business, carry on its operations, and have officers and exercise the powers granted by this act within and without the State of Florida.

It may elect and/or appoint officers and agents and define their duties and fix their compensation. It may take and alter by-laws in any way consistent with these Articles of Incorporation and the laws of the State for the administration and regulations of the affairs of the Corporation. The Corporation shall have the power to make donations to the public welfare or for charitable, scientific, or educational purposes. It shall have the power to transact any lawful business which the Board of Directors shall find to be in aid of Government Policy. The Corporation shall further have the power to pay pensions and establish pension plans, and other incentive plans for any and all its Directors, Officers and Employees and for any and all of the Directors, Officers and Employees of its subsidiaries. It may be a promoter, incorporator, general partner, limited partner, member, associate or manager of any corporation, partnership, limited partnership, joint venture, trust or enterprise. The Corporation shall have the further power to purchase, take, receive, subscribe for, or otherwise acquire,

own, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of and otherwise use and deal in and with shares or other interest in or obligations of other domestic and foreign corporations, associations, partnerships and individuals including the direct and indirect obligations to the United States or any government, state, territory or other governmental body. The Corporation shall have the power to have and to exercise all powers necessary or convenient to effect its purpose.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares which the corporation has the authority to issue is 10,000 shares, all of which shall be common shares with par value of \$.001.

ARTICLE V

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial corporate office of this corporation is 2028 Discovery Circle E, Deerfield Beach, Florida 33442. The registered office of this corporation is:

2028 Discovery Circle E, Deerfield Beach, Florida 33442.

The name of the initial registered agent of this corporation at that address is: DENISE CARDONA.

ARTICLE VII

DIRECTORS

This corporation shall initially have three (3) directors.

The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one.

The name and address of the initial director of this corporation is:

JOSE CARDONA
2028 Discovery Circle E
Deerfield Beach, Florida 33442

DENISE CARDONA
2028 Discovery Circle E
Deerfield Beach, Florida 33442

CONNIE D'ALOIS
2028 Discovery Circle E
Deerfield Beach, Florida 33442

ARTICLE VIII

INCORPORATOR

The name of the incorporator is:

DENISE CARDONA
2028 Discovery Circle E
Deerfield Beach, Florida 33442

ARTICLE IX

OFFICERS

The initial officers of the corporation shall be:

JOSE CARDONA Vice President
2028 Discovery Circle E
Deerfield Beach, Florida 33442

DENISE CARDONA President
2028 Discovery Circle E
Deerfield Beach, Florida 33442

CONNIE D'ALOIS Secretary/Treasurer
2028 Discovery Circle E
Deerfield Beach, Florida 33442

ARTICLE X

COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence
on:

Upon receipt by the Secretary of State

ARTICLE XI

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in this Articles of Incorporation, to any amendment hereto, and any rights conferred upon the stockholders are subject to this reservation.

IN WITNESS WHEREOF, I have subscribed my name this 4th day of March, A.D., 2001.

Denise Cardona
INCORPORATOR

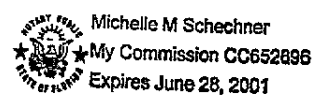
STATE OF FLORIDA
COUNTY OF PALM BEACH

On this 4th day of March, A.D., 2001, before me, a Notary Public for the State of Florida the undersigned officer personally appeared DENISE CARDONA, known to me to be the person whose name is subscribed to in the within instrument, and acknowledges he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

[Signature]
Notary Public

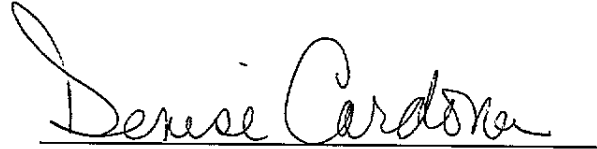
My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation, at the place designated in Article VI of these Articles of Incorporation, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the complete discharge of its duties.

Dated this 4th day of March, 2001.



Registered Agent
DENISE CARDONA

FILED
01 MAR 14 PM 1:13
SECRETARY OF STATE
TALLAHASSEE FLORIDA