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(Requestor's Name)

(Address)

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PICK-UP WAIT MAIL

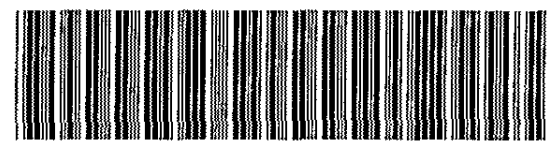
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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03 MAR 24 PM 12: 27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03/06/03--01068--008 **78.75

W03-6842

TRANSMITTAL LETTER

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

SUBJECT: THE CBP CONSORTIUM, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: SHYANNE ROSE - PREST
Name (Printed or typed)

1052 MONTGOMERY ROAD, SUITE 120
Address

ALTAMONTE SPRINGS, FL 32714
City, State & Zip

407 884-8501
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

March 10, 2003

SHYANNE ROSE
1052 MONTGOMERY ROAD SUITE 120
ALTAMONTE SPRINGS, FL 32714

SUBJECT: THE CBP CONSORTIUM, INC.
Ref. Number: W03000006842

We have received your document for THE CBP CONSORTIUM, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight
Document Specialist
New Filings Section

Letter Number: 703A00015027

**ARTICLES OF INCORPORATION
OF
THE CBP CONSORTIUM, INC.**

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TALLAHASSEE, FLORIDA

The undersigned person, more than eighteen years of age, hereby establishes a corporation pursuant to the statutes of Florida and adopts the following Articles of Incorporation:

FIRST: The name of the Corporation is:

The CBP Consortium, Inc., 1052 Montgomery Road #120, Altamonte Springs, FL 32714

SECOND: The corporation shall have perpetual existence.

THIRD: (a) The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

(b) In furtherance of the foregoing purpose, the corporation shall have and may exercise all of the rights, powers and privileges now or hereafter conferred upon corporations organized under the laws of the State of Florida. In addition, it may do everything, necessary, suitable or proper for the accomplishment of any of its corporation purposes.

FOURTH: (a) The aggregate number of shares which the corporation shall have authority to issue is One Million (1,000,000) shares or common stock, \$.001 par value.

(b) Each shareholder of record shall have one vote for each share of common stock outstanding in his or her name on the books of the corporation and entitled to vote, except that in the election of directors he or she shall have the right to vote such number of shares for as many persons as there are directors to be elected. Cumulative voting shall not be allowed in the election of directors or for any other purpose.

(c) No shareholder of the corporation shall have any preemptive or similar right to acquire any additional unissued or treasure shares of stock, or for other securities of any class, or for right, warrants, options to purchase stock or for scrip, or for securities of any kind convertible into stock or carrying stock purchase warrants or privileges.

(d) The Board of Directors may, from time to time, distribute to the shareholders in partial liquidation, out of stated capital or capital surplus of the corporation, a portion of its assets, in cash or property, subject to the limitations contained in the statutes of Florida.

FIFTH: The Board of Directors shall be composed of no more than nine directors. The initial Board of Directors of the corporation who shall serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are as follows:

NAMES

Shyanne Rose-Prest, Director

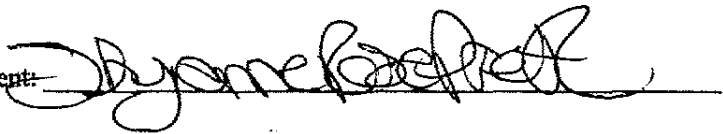
1742 Imperial Palm Drive, Apopka, FL 32712

SIXTH: The address of the initial registered office of the corporation is: 1052 Montgomery Road #120, Altamonte Springs, FL 32714

The name and address of its initial registered agent is: Shyanne Rose-Prest, 1052 Montgomery Road #120, Altamonte Springs, FL 32714

I, Shyanne Rose-Prest, am hereby familiar with and accept the duties and responsibilities as Registered Agent.

Signature of the registered agent:



SEVENTH: (a) The corporation may indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, (other than an action by or in the right of the corporation) by reason of the fact that he is or was a director, officer, employee, fiduciary or agent of the corporation or is or was serving at the request of the corporation as a director, officer, employee, fiduciary or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorney fees), judgments, fines, and amounts paid in settlement actually and reasonably believed to be in the best interests of the corporation and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, or conviction or upon a pleas of nolo contendere or its equivalent shall not of itself create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in the best interests of the corporation and, with respect to any criminal action or proceeding, had reasonable cause to believe his conduct was unlawful.

(b) The corporation may indemnify any person who was or is a party or is threatened to be made party to any threatened, pending, or completed action or suit by or in the right of the corporation to procure a judgment in its favor by reason of the fact that he is or was a director, officer, employee, or agent of the corporation or is or was serving at the request of the corporation as a director, officer, employee, fiduciary or agent of another corporation, partnership, joint venture, trust or other enterprise against expenses (including attorney fees) actually and reasonably incurred by him in connection with the defense or settlement of such action or suit if he acted in good faith and in a manner he reasonably believed to be in the best interests of the corporation: but no indemnification shall be made in respect of any claim, issue, or matter as to which such person has been adjudged to be liable for negligence or misconduct in the performance of his duty to the corporation unless and only to the extent that the court in which such action or suit was brought determines upon that, despite the adjudication of liability, but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnification for such expenses which such court deems proper.

(c) To the extent that a director, officer, employee, fiduciary or agent of a corporation has been successful on the merits in defense of any action, suit, or proceeding referred to in (a) or (b) of

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this Article VII or in defense of any claim, issue, or matter therein, he shall be indemnified against expenses (including attorney fees) actually and reasonably incurred by him in connection therewith.

(d) Any indemnification under (a) or (b) of this Article VII (unless ordered by a court) and as distinguished from (c) of this Article shall be made by the corporation only as authorized in the specific case upon a determination that indemnification of the director, officer, employee, fiduciary or agent is proper in the circumstances because he has met the applicable standard of conduct set forth in (a) or (b) above. Such determination shall be made by the board of directors by a majority vote of a quorum consisting of directors who were not parties to such action, suit, or proceeding, or if such a quorum is not obtainable or even if obtainable if a quorum of disinterested directors so directs.

(e) Expenses (including attorney fees) incurred in defending a civil or criminal action, suit or proceeding may be paid by the corporation in advance of the final disposition of such action, suit or proceeding as authorized in Section (d) of this Article, upon receipt of an undertaking by or on behalf of the director, officer, employee or agent to repay such amount, unless it shall ultimately be determined that he is entitled to be indemnified by the corporation as authorized in this Article.

(f) The Board of Directors may exercise the corporation's power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the corporation would have the power to indemnify him against such liability under this Article.

(g) The indemnification provided by this Article shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under these Articles of Incorporation, by the bylaws, agreements, vote of the shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs and personal representatives of such person.

EIGHTH: The following provisions are inserted for the management of the business and for the conduct of the affairs of the corporation and the same are in furtherance of and not in limitation of the powers, conferred by law:

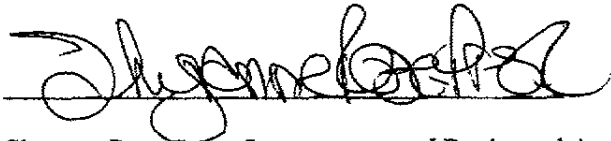
No contract or other transaction between this corporation and one or more of its directors, officers, stockholders or between this corporation and any other corporation, firm or association in which one or more of its officers, directors, or stockholders are officers, directors or stockholders shall be either void or voidable (1) if a meeting of the board of directors or committee authorizing or ratifying the contract or transaction there is a quorum of persons not so interested in the contract or other transaction is approved by a majority of such quorum or (2)

if the contract or other transaction is ratified at an annual or special meeting of stockholders, or
(3) if the contract or other transaction is just and reasonable to the corporation of the time it is
made, authorized or ratified.

NINTH: The name and address of the incorporator is:

Shyanne Rose-Prest, 1052 Montgomery Road, #120, Altamonte Springs, FL 32714

DATED THIS: 31st Day of March, 2003.

A handwritten signature in black ink, appearing to read "Shyanne Rose-Prest", written over a horizontal line.

Shyanne Rose-Prest, Incorporator and Registered Agent