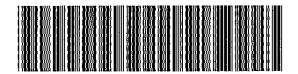
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ARTICLES OF INCORPORATION

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation for such corporation.

- 1. NAME: The name of this Corporation is SAE OPPORTUNITIES CORP.
- 2. **DURATION:** The period of its duration is perpetual.
- 3. **PURPOSE:** The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.
- 4. CAPITAL SHARES: The Corporation is authorized to issue 7500 shares, all of one class, at \$1.00 par value.
 - 5. PRINCIPAL OFFICE: The initial principal office of this Corporation shall be:

2863 West Vina del Mar Blvd., St. Pete Beach, FL 33706

6. INITIAL REGISTERED OFFICE AND AGENT: The street address of this Corporation's initial registered office, and the name of its initial registered agent at that office shall be:

VERONA LAW GROUP, P.A. 7235 Central Ave., St. Petersburg, FL 33707

7. INITIAL BOARD OF DIRECTORS: This Corporation shall have three (3) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the By-Laws of the Corporation in the manner provided by law, but shall never be less than one (1). The names and addresses of the initial directors of this Corporation are:

SUZANNE A. PERCIFULL

2863 West Vina del Mar Blvd.

St. Pete Beach, FL 33706

ALISON FALLS McELVERY

2741 East Vina del Mar Blvd. St. Pete Beach, FL 33706

EILEEN A. HORNER

1521 Brook Lane Jamison, PA 18929

8. **INCORPORATOR:** The name and address of the initial Incorporator signing these Articles of Incorporation is:

SUZANNE A. PERCIFULL

2863 West Vina del Mar Blvd. St. Pete Beach, FL 33706

- 9. BY-LAW AMENDMENT: The power to adopt, alter, amend or repeal the By-Laws of this Corporation shall be vested in the Shareholders.
- 10. **INDEMNIFICATION:** The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.
- 11. INFORMAL ACTION OF DIRECTORS: If all of the directors severally or collectively consent in writing to any action taken or to be taken by the Corporation, and the writings evidencing their consent are filed with the Secretary of the Corporation, the action shall be as valid as though it had been authorized at a meeting of the Board

of Directors.

- 12. AMENDMENT OF ARTICLES: This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.
- 13. PREEMPTIVE RIGHTS: This Corporation elects to have preemptive rights. These preemptive rights shall encompass the issuance of unissued or treasury shares.

SUZANNE A. PERCIFULL

Incorporator

STATE OF FLORIDA COUNTY OF PINELLAS

The foregoing Articles of Incorporation were acknowledged before me this 300 day of Caronico, 2003 by SUZANNE A. PERCIFULL, who is personally known to me or who has produced Post-781-50-600 (type of identification) as identification, and did not take an oath.

LAURA L GINTERT

MY COMMISSION # DD 140090

EXPIRES: August 7, 2006

Bonded Trint Notary Public Underwriters

Notary Public - signature

Notary's name - type or print

70140090

Commission/Serial Number

My Commission Evnires

My Commission Expires:

CONSENT OF REGISTERED AGENT

HAVING BEEN NAMED as Registered Agent for SAE OPPORTUNITIES CORP., at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation of Registered Agent.

The undersigned hereby further states that it is familiar with, and accepts, the obligations provided for in Section 607.0501, Florida Statutes.

VERONA LAW GROUP, P.A.

Jav B. Verona

As: President

STATE OF FLORIDA COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 3 day of 1000 to 2003 by Jay B.

Verona, as President of VERONA LAW GROUP, P.A., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced (trype of identification) as identification, and did (did not) take an oath.

LAURAL GINTERT
MY COMMISSION # DD 140090
EXPIRES: August 7, 2006
Bonded Tittle Notary Public Underwiters

Notary's name - type or print

UCORO

Commission/Serial Number

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My Commission Expires:

DIVISION OF CORPORATIONS