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edgecombe public guardians, inc.

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ARTICLES OF INCORPORATION

OF

EDGECOMBE PUBLIC GUARDIANS, INC.

The undersigned, acting as incorporator of a corporation pursuant to the corporate laws of the State of Florida, adopt the the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be:

EDGECOMBE PUBLIC GUARDIANS, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1161 N.W. 89TH ST., MIAMI, FL 33150

ARTICLE III STATEMENT OF PURPOSE

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 United States and the State of Florida.

ARTICLE IV DURATION OF CORPORATION

The corporation shall have perpetual existence unless dissolved according to Florida law.

ARTICLE V CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000 shares of common stock, par value of \$1.00 per share

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ARTICLE VI INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

LEONARDO STARKE, 3340 McDONALD ST., Miami, FL 33133

ARTICLE VII INCORPORATOR

The name and street address of the incorporator of these Articles of Incorporation is:

ELISHAMA WITHERS 3200 FROW AVE., MIAMI, FL 33133

ARTICLE VIII INITIAL BOARD OF DIRECTORS

The Corporation shall have one(1)director initially. The number of Director(s) may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one(1).

The names and addresses of the initial Board of Directors are:

1. PHIL EDGECOMBE 1161 N.W. 89TH ST., Miami, FL 33150

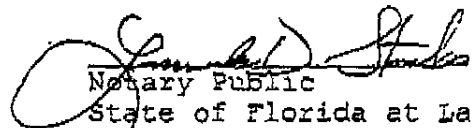
The undersigned has executed these Articles of Incorporation
this 22ND day of FEBRUARY 2005.

Elashama Withers
ELASHAMA WITHERS, Incorporator

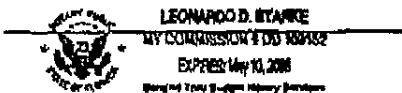
STATE OF FLORIDA)
) ss
COUNTY OF MIAMI-DADE)

I do hereby certify that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared ELISHAMA WITHERS, to me known to be the person described in and who executed the foregoing instrument as incorporator and acknowledged before me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on
this 22nd day of February, 2005.


Notary Public
State of Florida at Large

My Commission Expires:



(Seal)

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CERTIFICATE OF DESIGNATION

REGISTERED AGENT

OF

EDGECOMBE PUBLIC GUARDIANS, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted: The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 3340 MCDONALD ST., MIAMI, FL 33133 has named Leonardo D. Starke, located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named as registered agent and to accept service of process for **EDGECOMBE PUBLIC GUARDIANS, INC.**, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature: Leonardo D. StarkeDate: 2/22/05

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