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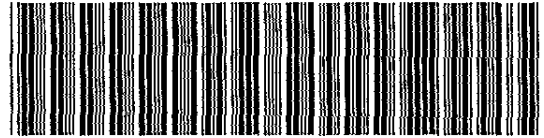
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB 4-11-06

REBECCA J. DEL MEDICO, ESQ.
6281 FLORIDIAN CIRCLE
LAKE WORTH, FLORIDA 33463
(561) 964-6622
Fax: (561) 964-1615

April 7, 2006

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

Re: **U-Scribe Florida, Inc.**

Dear Sir or Madam:

Please find enclosed an original and copy of Articles of Incorporation for **U-Scribe Florida, Inc.** Please file the original and provide us with a certified copy.

We have enclosed a check, payable to the Department of State in the amount of \$78.75 to cover the filing and certified copy fees.

If you have any questions regarding the enclosed, please contact our office.
Thank you.

Sincerely,


Rebecca J. Del Medico

**ARTICLES OF INCORPORATION
OF
U-Scribe Florida, Inc.**

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TALLAHASSEE, FLORIDA

Article I Name

The name of this corporation is U-Scribe Florida, Inc.

Article II Principal Address

6281 Floridian Circle, Lake Worth, Florida 33463

Article III Commencement

This corporation shall commence on the date of the filing of these Articles.

Article IV Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article V Capital Stock

This corporation is authorized to issue 10,000,000 shares of, \$.0001 par value, common stock and 10,000,000 shares of, \$.0001 Par value, Preferred Stock, the rights and preferences of which shall be established by the corporation's Board of Directors.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 6281 Floridian Circle, Lake Worth, Florida 33463 and the name and address of the initial registered agent is Rebecca J. Del Medico, Esq., 6281 Floridian Circle, Lake Worth, Florida 33463.

Article VII - Initial Board of Directors

This corporation shall have one director initially. Rebecca J. Del Medico shall be the initial director. The number of directors shall be established by the bylaws and may be either increased or diminished from time to time as provided in the bylaws.

Article VIII - Incorporator

The name and address of the person signing these articles is:

Rebecca J. Del Medico, Esq.
6281 Floridian Circle
Lake Worth, Florida 33463

Article IX - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors.

Article X - Indemnification

Subject to the qualifications contained in Section 607.0850, Florida Statutes, the corporation shall indemnify its officers and directors and former officers and directors against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement arising out of his or her services as an officer or director of the corporation.

Article XI - Amendment

The 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.

Article XII - Affiliated Transactions

This corporation elects not to be subject to the provisions of Section 607.0901, Florida Statutes, regarding affiliated transactions.

Article XIII - Control-Share Acquisitions

This corporation elects not to be subject to the provisions of Section 607.0902, Florida Statutes, regarding control-share acquisitions.

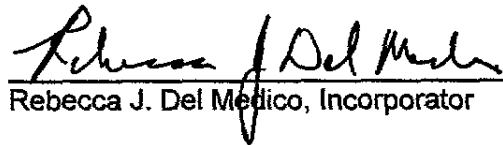
Article XIV - Preemptive Rights

The Shareholders of the corporation shall have no preemptive rights.

Article XV - Management of Corporation by Shareholders

Anything to the contrary contained in these articles of incorporation notwithstanding, if the Shareholders of this corporation shall so elect, they may exercise all powers and conduct the business and affairs of this corporation in lieu of the board of directors.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 5th day April 2006.

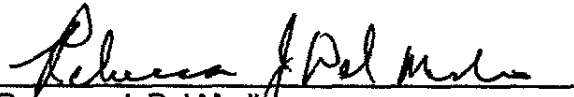

Rebecca J. Del Medico, Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED:

FIRST-THAT U-Scribe FLORIDA, INC.
(NAME OF CORPORATION)

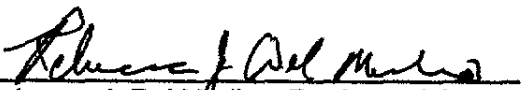
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA,
WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF LAKE WORTH, STATE OF
FLORIDA, HAS NAMED REBECCA J. DEL MEDICO, ESQ. LOCATED AT 6281 Floridian
Circle, Lake Worth, Florida 33463 AS ITS AGENT TO ACCEPT SERVICE OF PROCESS
WITHIN FLORIDA.

SIGNATURE: 
Rebecca J. Del Medico

TITLE: Incorporator

DATE: April 5, 2006

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY
AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES.

SIGNATURE: 
Rebecca J. Del Medico, Registered Agent

DATE: April 5, 2006

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TALLAHASSEE, FLORIDA

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