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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1/1

**HOFFMAN & ASSOCIATES,
ATTORNEYS-AT-LAW, L.L.C.**

6100 LAKE FORREST DRIVE
SUITE 300
ATLANTA, GEORGIA 30328
(404) 255-7400
(404) 255-7480 (FAX)

April 30, 2007

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

RE: Vanderford & Associates, Inc.

Dear Sir or Madam:

Enclosed please find the following documents for the domestication of the above named corporation:

1. Transmittal Letter;
2. Certificate of Domestication;
3. Articles of Incorporation; and
4. Check made payable in the amount of \$128.75, representing the fee for the Certificate of Domestication, the Articles of Incorporation (with a certified copy).

If you have any questions or concerns, please do not hesitate to contact me.

Sincerely,



Marc J. Dearth
Attorney-at-Law

Enclosures

TRANSMITTAL LETTER

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

SUBJECT: VANDERFORD & ASSOCIATES, INC.

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for:

FEES:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	<u>\$78.75</u>
Total to domesticate and file	\$128.75

OPTIONAL:

Certificate of Status	\$ 8.75
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FROM: HOFFMAN & ASSOCIATES, L.L.C., ATTN: MARC J. DEARTH, ESQ.

Name (printed or typed)

6100 LAKE FORREST DRIVE, SUITE 300

Address

ATLANTA, GA 30328

City, State & Zip

404-255-7400

Daytime Telephone Number

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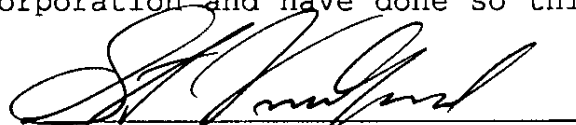
CERTIFICATE OF DOMESTICATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned of VANDERFORD & ASSOCIATES, INC., a foreign corporation (the "Corporation"), in accordance with section 607.1801, Florida Statutes, does hereby certify:

1. The date on which the Corporation was first formed was January 1, 1994.
2. The jurisdiction where the Corporation was first formed, incorporated, or otherwise came into being was the State of Georgia.
3. The name of the Corporation immediately prior to the filing of this Certificate of Domestication was VANDERFORD & ASSOCIATES, INC.
4. The name of the Corporation, as set forth in the Articles of Incorporation, to be filed with this Certificate of Domestication is VANDERFORD & ASSOCIATES, INC.
5. The jurisdiction that constituted the principal place of business of the Corporation immediately before the filing of the Certificate of Domestication was the State of Florida.
6. Attached are Florida Articles of Incorporation to complete the domestication requirements pursuant to 607.1801.

I am, SCOTT A. VANDERFORD, President of VANDERFORD & ASSOCIATES, INC. and am authorized to sign this Certificate of Domestication on behalf of the Corporation and have done so this 25 day of April 2007.


SCOTT A. VANDERFORD, C.E.O.

ARTICLES OF INCORPORATION
OF
VANDERFORD & ASSOCIATES, INC.

ARTICLE ONE
NAME

The name of the corporation is VANDERFORD & ASSOCIATES, INC.

ARTICLE TWO
PRINCIPAL OFFICE

The address of the principal office of the corporation in the State of Georgia is 1767 Lakewood Ranch Blvd., Bradenton, Florida, 34211-4906, in the County of Manatee. The name of the corporation's registered agent in the State of Florida at such address is Scott A. Vanderford.

ARTICLE THREE
PURPOSES

The purpose of the corporation is to engage in any lawful act or activity for which corporations may now or hereafter be organized under the Florida Business Corporation Act.

ARTICLE FOUR
SHARES

The number of shares the corporation is authorized to issue is 1,000 with no par value.

ARTICLE FIVE
INITIAL OFFICERS AND DIRECTORS

SCOTT A. VANDERFORD shall serve as the sole director of the corporation until the first annual meeting of the Shareholders or until his successor is elected and qualified or until his earlier death, resignation or removal; and the following officers are appointed to serve in the capacity set opposite their names until the first annual meeting of the Directors or until their successors are elected and qualified or until their earlier death, resignation or removal:

Chief Executive Officer
Chief Financial Officer
Secretary

SCOTT A. VANDERFORD
SCOTT A. VANDERFORD
SCOTT A. VANDERFORD

ARTICLE SIX
REGISTERED AGENT

The address of the resident agent of the corporation in the State of Georgia is 1767 Lakewood Ranch Blvd., Bradenton, Florida, 34211-4906, in the County of Manatee. The name of the corporation's registered agent in the State of Florida at such address is Scott A. Vanderford.

ARTICLE SEVEN
INCORPORATOR

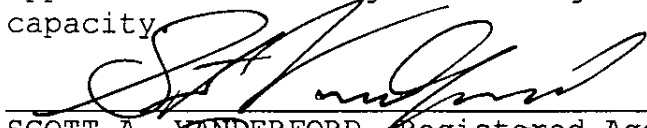
The name and address of the incorporator is as follows:

SCOTT A. VANDERFORD
1767 Lakewood Ranch Blvd.
Bradenton, Florida, 34211-4906

IN WITNESS WHEREOF, the undersigned, being the incorporator hereinbefore named, has executed, signed and acknowledged these Articles of Incorporation this 25 day of April 2007.


SCOTT A. VANDERFORD

.....
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


SCOTT A. VANDERFORD, Registered Agent


SCOTT A. VANDERFORD, Incorporator

Date

Date

4/25/07

4/25/07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

07 MAY - 2 PM 4:02

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