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HOWARD R. WOMELDORPH, JR., CPA
6489 PARKLAND DRIVE
SARASOTA, FLORIDA 34243

City/State/Zip Phone #

Office Use Only
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
56 JUN 28 AM 11:11
FILED

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. _____ (Corporation Name) _____ (Document #)
- 2. _____ (Corporation Name) _____ (Document #)
- 3. _____ (Corporation Name) _____ (Document #)
- 4. _____ (Corporation Name) _____ (Document #)

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- Walk in
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- Pick up time _____
- Will wait
- Photocopy
- Certified Copy
- Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

ARTICLES OF INCORPORATION
OF
HUSKER VENTURES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

These Articles of Incorporation are made and subscribed for the purposes of organizing a corporation for profit under the Florida General Corporation Act, Chapter 607, Florida Statutes.

ARTICLE I - NAME AND PRINCIPAL ADDRESS

The name of this corporation is:

HUSKER VENTURES, INC.

The principal address of the corporation is:

461 SW Kentwood Road

Port St Lucie, Florida 34953

ARTICLE II - PURPOSE

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

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue one million (1,000,000) shares of common stock, par value of ONE DOLLAR (\$1.00) per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 461 SW Kentwood Road, Port St Lucie, Florida 34953 and the name of the initial registered agent is GEOFFREY H. WOMELDORPH.

ARTICLE V - INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall be:

RICHARD M. MARCHAND

Address: 461 SW Kentwood Road

Port St Lucie, Florida 34953

ARTICLE VI - RESTRICTIONS ON MEMBERSHIP TO BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time, by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII - INCORPORATION

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

RICHARD M. MARCHAND

461 SW Kentwood Road

Port St Lucie, Florida 34953

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the shareholders, and except to the extent limited by the shareholders, in the Board of Directors.

ARTICLE IX - DURATION

The existence of this corporation shall commence on the date of filing these Articles, and shall be perpetual.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner now or hereafter proscribed by law, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 20th day of August, 1996.

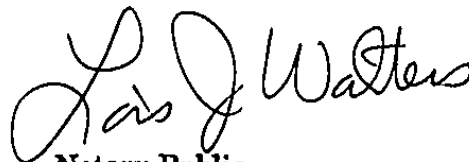


RICHARD M. MARCHAND
Incorporator

STATE OF FLORIDA
COUNTY OF ST LUCIE

I HEREBY CERTIFY that on this 20th day of August, 1996, before me, an officer duly authorized and acting, personally appeared RICHARD M. MARCHAND, to me known and known to me to be the individual described in and who executed the foregoing instrument and acknowledged then and there before me that he executed said instrument.

WITNESS MY HAND and official seal in the County and State aforesaid this day and year listed above written.



Notary Public
My commission expires:



LOIS JEAN WALTERS
COMMISSION # CC 488688
EXPIRES MAY 31, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

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

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First -- That HUSKER VENTURES, INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at city of Port St Lucie, County of St Lucie, State of Florida has named GEOFFREY H. WOMELDORPH located at 461 SW Kentwood Road, City of Port St Lucie, County of St Lucie, State of Florida, as its agent to accept service process within this state.

ACKNOWLEDGMENT:


Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: 
Registered Agent
GEOFFREY H. WOMELDORPH

STATE OF FLORIDA
COUNTY OF ST LUCIE

I HEREBY CERTIFY that on this 20th day of August, 1996, before me, an officer duly authorized and acting, personally appeared GEOFFREY H. WOMELDORPH, to me known to be the individual described in and who executed the foregoing instrument and acknowledged then and there before me that he executed said instrument.

WITNESS MY HAND and official seal in the County and State aforesaid this the day and year last aforementioned.


Notary Public
My commission expires:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 AUG 28 AM 11:11

FILED



LOIS JEAN WALTERS
COMMISSION # CC 488568
EXPIRES MAY 31, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.