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FROM: DONALD W. SMUCKER, ESQ.
075270000540

ACCT#:

CONTACT: JADE W CHANDLER
PHONE: (941)366-7655 377-1006
(941)955-7594 371-0025

FAX #:

NAME: NEW JOURNEYS, INC.

AUDIT NUMBER.....H97000008418

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 2

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ARTICLES OF INCORPORATION

OF

New Journeys, Inc.

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The undersigned incorporator has executed these Articles of Incorporation to establish a corporation (the "Corporation") under the Florida Business Corporation Act (Chapter 607, Florida Statutes).

1. Name. The name of the Corporation is:

New Journeys, Inc.

2. Principal Office. The principal office of the Corporation is:

10353 Fruitville Road
Sarasota, Florida 34240-9263

3. Mailing Address. The mailing address of the Corporation is:

P.O. Box 3556
Sarasota, Florida 34230-3556

4. Authorized Shares. The Corporation is authorized to issue ten thousand (10,000) shares of common stock, having no par value.

5. Bylaws. The initial bylaws of the Corporation shall be adopted by the incorporator or the board of directors. The power to alter, amend or repeal any bylaw shall be vested in the shareholders, except to the extent delegated by the shareholders to the board of directors.

6. Registered Agent and Office. The name of the initial registered agent and the address of the initial registered office of the Corporation is

Jade M. Chandler
10353 Fruitville Road
Sarasota, Florida 34240-9263

By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, and acknowledges that she is familiar with the obligations of that position.

Prepared By and Return To:
DONALD W. SMUCKER, ESQUIRE
P.O. Box 3656
Sarasota, Florida 34230-3656
(941) 377-1006
Florida Bar No. 658712

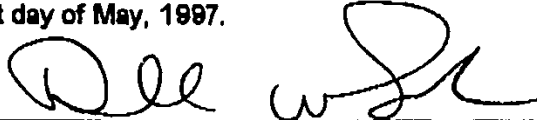
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6. Incorporator. The name and address of the incorporator of the Corporation is

Donald W. Smucker, Esquire
10353 Fruitville Road
Sarasota, Florida 34240

Dated this 21st day of May, 1997.



Donald W. Smucker, Esquire
Incorporator

Registered agent statement:

I am familiar with, and accept the obligations of Section 617.0503, Florida Statutes.



Jade M. Chandler
Registered Agent

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