

JUL-28-2000

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EMPIRE CORPORATE KIT

P.01/04

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850)922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

GROUNDHAWGS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION
OF
GROUNDHAWGS, INC.

ARTICLE I. CORPORATE NAME

The name of the corporation is Groundhawgs, Inc. The mailing address of the corporation is 197 Suncrest Dr. DeBary, Fl. 32713.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 7,500 shares of common stock at no par value.

ARTICLE IV. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Lynn Kowalski
197 Suncrest Drive
DeBary, FL 32713

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE V. BOARD OF DIRECTORS

This Corporation shall have two (2) directors 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.

This document prepared by:

Stacy A. Eckert, P.A.
2445 S. Volusia Avenue, C-3
Orange City, FL 32763
(904) 775-8228
FL Bar No. 0988170

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ARTICLE VI. INITIAL DIRECTORS

The name of the initial directors of this Corporation and their street addresses is:

Lynn Kowalski
197 Suncrest Dr.
DeBary, FL 32713

Michael Kowalski
197 Suncrest Dr.
DeBary, FL 32713

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VII. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Lynn Kowalski
197 Suncrest Dr.
DeBary, FL 32713

ARTICLE VIII. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 27 day of July 2000.

By: Lynn Kowalski
Lynn Kowalski

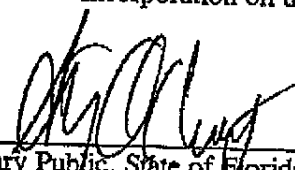
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STATE OF FLORIDA)
COUNTY OF VOLUSIA)

BEFORE ME, a Notary Public, personally appeared Lynn Kowalski known to me to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to these Articles of Incorporation on this 27 day of July, 2000.

Stacy A. Eckert
Commission # GC 828172
Expires Apr. 19, 2003
Bonded Thru
Atlantic Bonding Co., Inc.



Notary Public, State of Florida at Large
My Commission expires:

The undersigned, having been named Registered Agent to accept service of process for the above-stated corporation, at the place designated in the above Articles of Incorporation, hereby accepts such designation and agrees to comply with the provisions of Florida Statutes relating to the obligations of a Registered Agent of a corporation.

By:



Lynn Kowalski

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