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Division of Corporations

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To:

Division of Corporations  
Fax Number : (850)205-0381

From:

Account Name : MELAND RUSSIN & BUDWICK, P.A.  
Account Number : I20040000113  
Phone : (305)358-6363  
Fax Number : (305)358-1221

**FLORIDA PROFIT/NON PROFIT CORPORATION**

**NEXONE, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**NEXONE, INC.**

**ARTICLE I - Name**

The name of the corporation is NEXONE, INC. (the "Corporation").

**ARTICLE II - Purpose**

The Corporation is organized for the purposes of transacting any or all lawful business for which corporations may be organized under the laws of the United States and the laws of the State of Florida.

**ARTICLE III - Capital Stock**

The Corporation is authorized to issue 10,000,000 shares of US \$.01 par value common stock. The Board of Directors may authorized the issuance of such stock to such persons upon such terms and for such consideration in cash, property or services as the Board of Directors may determine and as may be allowed by law. The just valuation of such property or services shall be fixed by the Board of Directors. All such stock when issued shall be fully paid and exempt from assessment.

**ARTICLE IV - Initial Registered Office and Agent**

The name of the initial registered agent of the Corporation and the street address of the registered office of this Corporation is:

Mark S. Meland, Esq.  
Meland Russin & Budwick, P.A.  
3000 Wachovia Financial Center  
200 S. Biscayne Boulevard  
Miami, FL 33131

**ARTICLE V - Corporate Mailing Address**

The principal office and mailing address of the Corporation is:

2665 South Bayshore Drive,  
Suite 601  
Coconut Grove, Florida 33133

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**ARTICLE VI - Incorporator**

The name and address of the Incorporator of the Corporation is as follows:

**Name**

**Address**

Mark S. Meland, Esq.

3000 Wachovia Financial Center  
200 S. Biscayne Boulevard  
Miami, FL 33131

**ARTICLE VII - Powers**

The Corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

**ARTICLE VIII - Indemnification**

The Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent permitted by law in existence either now or hereafter.

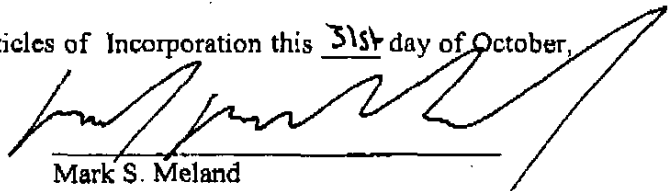
**ARTICLE IX - Fiscal Year**

The fiscal year of this Corporation shall be the calendar year, unless otherwise established by the Board of Directors.

**ARTICLE X - Duration**

The duration of the Corporation is perpetual, unless sooner liquidated or dissolved in accordance with law.

The undersigned has executed these Articles of Incorporation this 31st day of October, 2006.

  
\_\_\_\_\_  
Mark S. Meland  
Incorporator

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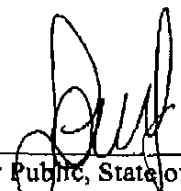
STATE OF FLORIDA )  
 ) SS:  
COUNTY OF MIAMI-DADE )

BEFORE ME, the undersigned authority, personally appeared Mark S. Meland, who is personally known to me and who, after being duly sworn, did freely and voluntarily acknowledge that, according to law, he made and subscribed the foregoing Articles of Incorporation of Nexone, Inc.

IN WITNESS WHEREOF, I have set my hand and affixed my seal of office to this document this 31st day of October, 2006.



Marcia Santa Maria  
My Commission 00228816  
Expires July 02, 2007

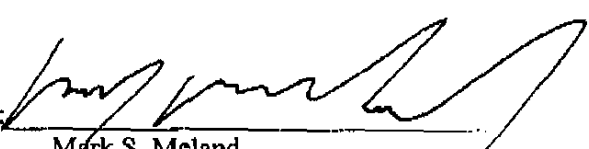
  
\_\_\_\_\_  
Notary Public, State of Florida  
At Large  
Print Name:  
Commission No.

My commission expires:

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for Nexone, Inc. at the place designated in the Articles of Incorporation, Mark S. Meland, agrees to act in this capacity, and agrees to comply with the provisions of Section 607.0501(3), Fla. Stat. (1990), relative to keeping open such office until such time as it shall notify the Corporation of its resignation.

Dated this 31st day of October, 2006.

By:   
\_\_\_\_\_  
Mark S. Meland