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JEFFREY P. ORLAN, P.A.
JEFFREY P. ORLAN, ESQ.
ATTORNEY AT LAW

ALSO A MEMBER OF THE NEW YORK BAR

January 5, 2000

FILED
JAN 13 AM 7:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
Division Of Corporations
PO Box 6327
Tallahassee, Florida 32314

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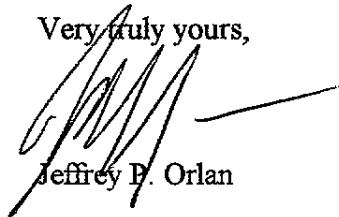
Dear Sir:

Enclosed for filing are two original copies of the Articles of Incorporation of Returnall, Inc., a check for \$78.75 covering the filing and certification fee, and a self-addressed stamped envelope for returning the certified copy.

If you have any questions or comments, please feel free to call me.

I appreciate your assistance in this matter.

Very truly yours,



Jeffrey P. Orlan

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WC

ARTICLES OF INCORPORATION

OF

RETURNALL, INC.

Under Section 607.0202 of the
Business Corporation Act
of the State of Florida

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, a natural person of the age of eighteen years or over, for the purpose of forming a corporation pursuant to the provisions of the Business Corporation Act of the State of Florida, does hereby certify as follows:

FIRST: The name of the Corporation (the "Corporation") is Returnall, Inc.

SECOND: The Corporation is formed for the purpose of engaging in any lawful act or activity for which corporations may be organized under the Business Corporation Act of the State of Florida,

THIRD: The principal office and mailing address of the Corporation shall be: 10021 Pines Boulevard, Suite #101, Pembroke Pines, FL 33024.

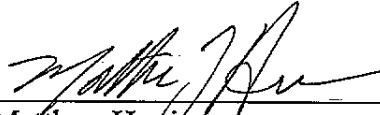
FOURTH: The Corporation's initial registered office is 10021 Pines Boulevard, Suite #101, Pembroke Pines, FL 33024. The Corporation's initial registered agent at that office is Matthew Harris.

FIFTH: The aggregate number of shares which the Corporation shall have the authority to issue is 1000.

SIXTH: The name and address of the incorporator is: Matthew Harris, 10021 Pines Boulevard, Suite #101, Pembroke Pines, FL 33024.

SEVENTH: The Corporation shall, and hereby does, to the fullest extent permitted by the Business Corporation Act of the State of Florida, indemnify any and all persons who it shall have the power to indemnify from and against any and all expenses, costs, liabilities and other matters as provided under Section 607.0850 of the Business Corporation Act of the State of Florida, as from time to time in effect.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 5th day of January, 2000, and affirms that the statements contained herein are true under penalty of perjury.


Matthew Harris
Sole Incorporator
10021 Pines Blvd., Suite 101
Pembroke Pines, FL 33024

KNOW ALL MEN BY THESE PRESENTS:

THAT MATTHEW HARRIS, in Broward County, a natural person and resident of the County, being in the County in which the principal office of Returnall, Inc. is located is hereby appointed as the person on whom process, tax notices and demands against Returnall, Inc. may be served. I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


Matthew Harris