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FLORIDA PROFIT CORPORATION OR P.A.
LIQUID PERFORMANCE, INC.

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ARTICLES OF INCORPORATION
OF
LIQUID PERFORMANCE, INC.
A FLORIDA CORPORATION

The undersigned, acting as Incorporator of LIQUID PERFORMANCE, INC., a Florida corporation (the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is LIQUID PERFORMANCE, INC. and the street address of the initial principal office of the Corporation is 12728 NW 18th Manor, Coral Springs, Florida 33071.

ARTICLE II

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue Ten Thousand (10,000) shares of Ten Cent (\$.10) par value Common Stock.

Prepared By:
Rana Gorzeck, Esq.
Florida Bar Number: 0353817
English, McCaughan & O'Bryan, P.A.
Post Office box 14098
Ft. Lauderdale, FL 33301
(954) 462-3300

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ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 12728 NW 18th Manor, Coral Springs, Florida 33071 and the name of the initial Registered Agent of the Corporation at that address is Lee Baker.

ARTICLE V

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have One (1) Director to hold office until the first Annual Meeting of Shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The name and address of the initial Director of the Corporation is:

<u>Name</u>	<u>Address</u>
Lee Baker	12728 NW 18 th Manor Coral Springs, FL 33071

ARTICLE VI

INCORPORATOR

The name and address of the Incorporator of the Corporation is Rana Gorzeck, English, McCaughan & O'Bryan, P.A., 100 Northeast Third Avenue, Suite 1100, Fort Lauderdale, Florida 33301.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 10th day of November, 1999.


Rana Gorzeck, Incorporator

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for LIQUID PERFORMANCE, INC. at the place designated in the foregoing Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of the Florida Business Corporation Act relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Dated: January 26, 2000

By: Lee Baker
Lee Baker, Initial Registered Agent

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