

**CPA**

American Institute of  
Certified Public Accountants

Florida Institute of  
Certified Public Accountants

J.P. SPILLANE, Certified Public Accountant

12788 W. Forest Hill Blvd., Suite 2005  
Wellington, FL 33414

Office (561) 790-1488  
Fax (561) 790-6830

February 29, 2000

P000000 27554

Secretary of State  
Corporation Records Bureau  
Department of State  
P. O. Box 6327  
Tallahassee, FL 32314

To Whom It May Concern:

Please see enclosed original and copy of Articles of Incorporation  
for MOCA Ventures, Inc.


Also please see enclosed check in the amount of \$70.00 to cover the  
costs of incorporation fees of said corporation.

If there are any questions regarding this corporation, please call  
the number listed.


Thank You.

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-03/14/00--01010--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Sincerely,

  
J. P. Spillane, C. P. A.

JPS:wsk

 GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT Cap Name  
DATE 3-20-00  
DOC EXAM CP

00 MAR 13 AM 9:21  
FILED  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

CP  
3-20-00  
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ARTICLES OF INCORPORATION

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida providing for the formation, liability, rights, privileges and immunities of corporations for profit.

ARTICLE I, NAME

The name of this corporation shall be:

MOCA VENTURES, INC.

ARTICLE II, NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III, CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is one hundred shares of common stock, of one dollar (\$1.00) par value.

ARTICLE IV, INITIAL CAPITAL

The amount of capital with which this corporation will begin business will not be less than one hundred dollars.

ARTICLE V, TERM OF EXISTENCE

The corporation is to have perpetual existence.

ARTICLE VI, ADDRESS

The initial street address in the State of the principal office of the corporation shall be: 2690 Drew Street. #1135  
Clearwater, FL 33759-3164

The Board of Directors may from time to time move the principal office to any other address in Florida.

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00 MAR 13 AM 9:21  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE VII, INITIAL BOARD OF DIRECTORS

This corporation shall have (1) Director initially.

The number of directors may be either increased or diminished by the by-laws adopted by the shareholders but shall never be less than one. The name and address of the initial Director of this Corporation is:

Mark E. Carle  
2690 Drew Street, #1135  
Clearwater, FL 33759-3164

ARTICLE VIII, INCORPORATOR

The name and address of the incorporator:

Mark E. Carle  
2690 Drew Street, #1135  
Clearwater, FL 33759-3164

ARTICLE IX, BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the board of directors and shareholders.

ARTICLE X, AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholder is subject to this reservation.

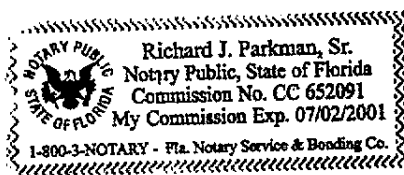
ARTICLE XI, SUB CHAPTER S CORPORATION

This corporation may be a Sub-Chapter S Corporation as defined by the Internal Revenue Code.

In witness whereof, the undersigned, as subscribing incorporator, has hereinto set his hand and seal this 1st day of March, 2000, for the purpose of forming this corporation under the Laws of the State of Florida, and hereby make and file, in the office of the Secretary of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.

X Mark E. Carle  
Mark E. Carle

Sworn to and subscribed before me this 1st day of March,  
2000, by Mark E. Carle, who is personally known to me or who  
produced a \_\_\_\_\_ as identification.



Richard J. Parkman, Sr.  
Notary Public, State of Florida

Richard J. Parkman, Sr.

(Seal)

ARTICLE XII, REGISTERED AGENT AND OFFICE

The Registered Agent, Mark E. Carle, accepts this position signed below:

x Mark E. Carle  
Mark E. Carle

The registered office will be located at 2690 Drew Street, #1135, Clearwater, FL 33759-3164.

x Mark E. Carle  
Mark E. Carle

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