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3599 W. Lake Mary Blvd. Suite B
Lake Mary, Florida 32746
Telephone 407-302-2045
Facsimile 407-302-2051

458 North Tamiami Trail
Osprey, Florida 34229
Telephone 941-966-2113
Facsimile 941-966-2348



14252 Puffin Court
Clearwater, Florida 34622
Telephone 813-573-5787
Facsimile 813-573-5675

6256 Via Palladium
Boca Raton, Florida 33433
Telephone 561-391-6656
Facsimile 561-391-5356

EFFECTIVE DATE
4-5-00

April 4, 2000

FILED
00 APR 10 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Tracy Augsburger, Document Specialist
Division of Florida Corporations
Florida Department of State
Post Office Box # 6327
Tallahassee Florida - 32314

Dear Tracy:

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-04/10/00-01002-018
122.50 **78.75

Enclosed are the Articles of Incorporation for a new company, Cost Recovery Group, Inc., to be filed with your office. Included also, is a check of \$122.50 to cover the costs of filing for a corporation in the State of Florida.

Please return copies of the recorded documents to my attention at the following address:

Terry Kelchner
Cost Recovery Group
3599 W. Lake Mary Blvd., Suite 2
Lake Mary, Florida - 32746

Please call at 407-302-2045 if there are any questions regarding this application. Thanks.

Sincerely,

Terry Kelchner
Ph # 407-302-2045
FAX 407-302-2051
E-Mail: Kelchner@IX.netcom.om

cc: Marc Mazo

EFFECTIVE DATE
4-5-00

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION FOR
COST RECOVERY GROUP, INC.**

The undersigned subscribers to these articles of incorporation are under no disability and are competent to form this corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is: Cost Recovery Group, Inc.

ARTICLE II. DURATION

The duration of the corporation shall be perpetual.

ARTICLE III. NATURE OF BUSINESS

The general nature of business to be transacted by this corporation is any and all lawful business for which corporations may be incorporated under the Corporation Act of the laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK

The corporation shall have authority to issue 5,000,000 shares of stock with no stated or par value.

ARTICLE V. INITIAL ADDRESS & REGISTERED AGENT

***Street address of Cost Recovery Group, Inc. is: 3599 Lake Mary Blvd., Suite 2
Lake Mary, Florida - 32746
or at such other place within or without of the State of Florida as may be designated by the Board of Directors. The registered office is same as the principal office.***

The corporation hereby designates Terry Kelchner as its initial registered agent at said address noted above. I am familiar with and accept the duties and responsibilities as registered agent for said corporation.



ARTICLE VI. DIRECTORS & OFFICERS

The corporation's initial Board of Directors shall consist of two Directors who shall be directly responsible to the stockholders until such time as a new board may be selected. The number of Directors may be increased or decreased from time to time in accordance with the bylaws, but shall never be less than one. The names and addresses of the initial Directors and Officers are as follows:

**Marc Mazo Co-Chairman
14252 Puffin Court
Clearwater, FL 33762**

**Terry Kelchner Co-Chairman
3599 W. Lake Mary Blvd., Suite 2
Lake Mary, Florida - 32746**

ARTICLE VII. STOCKHOLDERS

The initial stockholders shall be the two Directors, Marc Mazo and Terry Kelchner, with each assigned 1,000,000 shares respectively. The balance of 3,000,000 shares to be held by the corporation until such time as selected by the Board of Directors to be issued.

ARTICLE VIII. INCORPORATOR

The incorporators of Cost Recovery Group, Inc. are Marc Mazo and Terry Kelchner.

ARTICLE IX. AMENDMENTS

The corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation or any amendment to them. Further, any right conferred upon the shareholders is subject to this revision.

ARTICLE X. INDEMNIFICATION

The corporation shall indemnify each and every Officer and Director, including former Officers and Directors, to the full extent permitted by law, against all expenses and liabilities, claims or levies including all costs of legal fees and/or legal counsel incurred or imposed on the Directors or Officers in connection to any proceeding, action or payment of any settlement of any kind related to being an Officer or Director of the corporation. All retainer, costs and fees shall be immediately paid for the Officer or Director from corporate funds and/or guaranteed by the corporation and the Officer or Director shall have no responsibility to reimburse or repay the corporation in any manner, nor shall any salary, fees or compensation due the Officers or Directors be withheld or offset in any manner. The foregoing rights shall be in addition to and not exclusive of all other rights to which such Officers and Directors may be entitled.

ARTICLE XI. RIGHTS OF INITIAL DIRECTORS

The initial Directors shall have the right to be Directors and Officers of the corporation so long as they remain stockholders, or represent a stockholder in any general partner or beneficiary capacity of the corporation. By acquiring stock in this corporation each shareholder agrees to abide by this right and to elect the initial Directors named in these articles of incorporation to the office of Officers and Directors as long as those Directors remain shareholders and/or represent a shareholder of the corporation. This article may not be amended in any way without the written consent of the initial Directors, Marc Mazo and Terry Kelchner, or their successors.

ARTICLE XII. BYLAWS

The power to adopt, alter, amend and repeal the bylaws shall be vested in the Board of Directors; but all alterations, amendments and repeals of the bylaws must be approved by majority vote relative to their respective voting power of the shareholders.

ARTICLE XIII. COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with Section 607.167 of the Florida Statutes, the date when corporate existence of Cost Recovery Group, Inc. shall commence is the date of subscription and acknowledgment of these articles of incorporation.

WITNESS MY HAND AND SEAL THIS 5TH DAY OF APRIL, 2000.

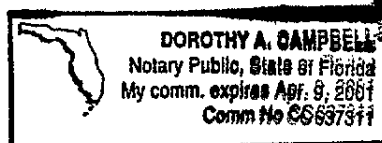
Terry Kelchner

STATE OF FLORIDA, SEMINOLE COUNTY

I hereby certify that on this day before me, an Officer duly authorized in the State and County aforesaid, to take acknowledgments, personally appeared Terry Kelchner, to me known to be the person that executed the foregoing said instrument and acknowledged before me that he executed said instrument for the purpose therein expressed.

Witness my hand and seal this 5th day of April, 2000.

Dorothy A. Campbell
Notary Public



FILED
00 APR 10 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA