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Stephen L. Skipper

Attorney at Law

SS

April 6, 2000

Department of State
Division of Corporations
Initial Filing - For Profit
P.O. Box 6327
Tallahassee, FL 32314

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*****78.75 *****78.75

Gentlemen:

I am enclosing proposed Articles of Incorporation for filing. Please find our check in the amount of \$70.00 to cover the following items:

Filing Fee	\$35.00
Registered Agent Filing Fee	\$35.00
Certificate of Status	<u>\$8.75</u>
Total	\$78.75

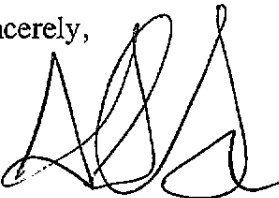
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 APR 10 PM 1:44

FILED

Please contact me if anything further is required to complete this filing. Also, please send all correspondence to my attention at the above address.

Sincerely,



Stephen L. Skipper

SLS/jcs

EFFECTIVE DATE
4-6-00

F. CHEN

APR 17 2000

EFFECTIVE DATE
4-6-00

ARTICLES OF INCORPORATION
OF

Northern America Investments, Inc.

00 APR 10 PM 1:14
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator, being a person competent to contract, subscribes to these Articles of Incorporation to form a Corporation for profit under the laws of the state of Florida.

ARTICLE I - Name

The name of the corporation is **Northern America Investments, Inc.**

ARTICLE II - Principal Office

The principal office, and mailing address of the corporation is **7491 Conroy Windermere Road, Suite F, Orlando, FL 32835.**

ARTICLE III - Capital Stock

The maximum number of shares of stock that the corporation is authorized to issue is **1,000 shares** of common stock having par value of **ten (\$0.10) cents per share**. The consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE IV - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is **7491 Conroy Windermere Road, Suite F, Orlando, FL 32835**, and the name of the initial registered agent of this corporation is **Michael C. Julian**.

ARTICLE V - Incorporator

The name and street address of the Incorporator of the corporation is:

Name
Michael C. Julian

Address
7491 Conroy Windermere Road, Suite F
Orlando, FL 32835

ARTICLE VI - Directors

The corporation shall initially have **one (1) director**. The method of electing (eg., cumulative, non-cumulative), removing and replacing directors shall be prescribed by the By-Laws of the corporation. The number of directors may be increased or decreased from time to time by the By-Laws of the corporation. The names and street addresses of the initial directors who shall hold office until the first annual meeting of the Stockholders of the corporation or until their successors are elected or appointed and qualified are:

<u>Name</u>	<u>Address</u>
Michael C. Julian	7491 Conroy Windermere Road, Suite F Orlando, FL 32835

ARTICLE VII - General Purpose

The purpose for which the corporation has been formed is: To engage in and transact any and all lawful business permitted under the laws of the State of Florida and of the United States.

ARTICLE VIII - Term of Existence

The corporation shall commence its corporate existence on the date of subscription and acknowledgment of these Articles of Incorporation, and shall have perpetual existence thereafter unless dissolved according to law.

ARTICLE IX - Amendment to Articles

These Articles of incorporation may be amended in such manner as provided in the By-Laws of the corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this the 6th day of April, 2000.



Michael C. Julian

STATE OF FLORIDA
COUNTY OF ORANGE

Before me, personally appeared **Michael C. Julian** as Incorporator for Northern America Investments, Inc., this the 6th day of April, 2000, who executed the foregoing Articles of Incorporation before me, who acknowledged before me that (s)he executed the same freely and voluntarily for the purposes therein stated, and [X] who is personally known to me, or [] who produced a _____ as identification.



Notary Public

My Commission Expires:



Stephen L. Skipper
MY COMMISSION # CC723360 EXPIRES
March 27, 2002
BONDED THRU TROY FAIR INSURANCE, INC.

FILED

00 APR 10 PM 1:44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT*

I, **Michael C. Julian**, certify that I am an individual resident in this state and that my business office is identical with the registered office of the corporation which is **7491 Conroy Windermere Road, Suite F, Orlando, FL 32835**.

I hereby accept the appointment to serve as the initial registered agent of Northern America Investments, Inc. As registered agent, I agree to accept service of process on behalf of Northern America Investments, Inc.; to keep the registered office open during the prescribed hours; and to post my name in some conspicuous place in the Registered Office as required by law.

I also accept the obligations provided for in Sections 607.0505, Florida Statutes (concerning the production of corporate documents pursuant to subpoena).

Dated this the 6th day of April, 2000.


Michael C. Julian