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May 3, 2000

CERTIFIED MAIL/RRR# P-148 653 314

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

FILED
00 MAY -5 AM 9:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: ARTICLES OF INCORPORATION FOR:
PAPERCHASE CONSULTING, INC.

Dear Sir or Madam:

Enclosed herewith is an original and a copy of the Articles of Incorporation for the above-named corporation. In addition, a check in the amount of \$122.50 is enclosed in payment of the following fees:

Filing Fee:	\$ 35.00
Certified Copy:	\$ 52.50
Registered Agent Fee:	<u>\$ 35.00</u>
Total:	\$122.50

Please file the original of the enclosed Articles of Incorporation for the above-named corporation and return a certified copy to the undersigned in the self-addressed/stamped envelope which is enclosed for your use. Your prompt attention to this matter is appreciated.

Sincerely,


James A. Neal, Jr.

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-05/05/00--01065--005
****122.50 *****
78.75

JAN:cr

Enclosures: Original and copy of Articles of Incorporation,
Check, return envelope

cc: Frances K. Valenza (w/encs.)

5-9
MC

ARTICLES OF INCORPORATION
FOR
PAPERCHASE CONSULTING, INC

FILED
00 MAY - 9 10:41
SECRET
TALLAH

The undersigned subscriber to these Articles of Incorporation, a natural person, competent to contract, hereby sets forth her intention to form a corporation under the laws of the State of Florida.

Article 1. Name.

The name of this corporation is: **PAPERCHASE CONSULTING, INC.**

Article 2. Principal Office/ Mailing Address.

The street address of the initial principal office is: **13 Pennsylvania Street, Beverly Hills, Florida 34465.** The mailing address of the corporation is: **13 Pennsylvania Street, Beverly Hills, Florida 34465.**

Article 3. General Purpose.

This corporation is organized for the purpose of transacting any and all lawful business for which a corporation may be incorporated under the laws of the State of Florida.

Article 4. Capital Stock.

This corporation is authorized to issue one thousand (1,000) shares of One Dollar (\$1.00) par value common stock.

**Articles of Incorporation of
PAPERCHASE CONSULTING, INC.
page 2**

Article 5. Initial Registered Office and Agent.

The name and street address of the initial registered agent and office of this corporation is: **Frances K. Valenza, 13 Pennsylvania Street, Beverly Hills, Florida 34465.**

Article 6. Initial Board of Directors.

This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time in accordance with the provisions of the by laws, but shall never be less than one. The name and address of the initial director of this corporation is: **Frances K. Valenza, 13 Pennsylvania Street, Beverly Hills, Florida 34465.**

Article 7. Incorporator.

The name and address of each incorporator is: **Frances K. Valenza, 13 Pennsylvania Street, Beverly Hills, Florida 34465.**

Article 8. By-Laws.

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and Shareholders of this corporation.

Article 9. Indemnification.

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the laws of the State of Florida.

Article 10. Amendments.

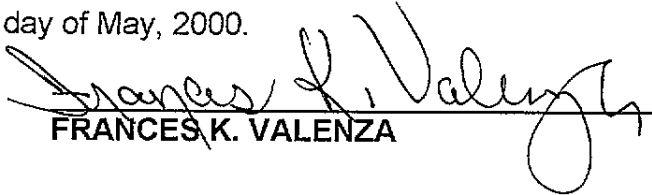
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders or Directors is subject to this reservation.

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PAPERCHASE CONSULTING, INC.
page 3

Article 11. Pre-emptive Rights.

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase at pro-rata share thereof at the price of which it is offered to others.

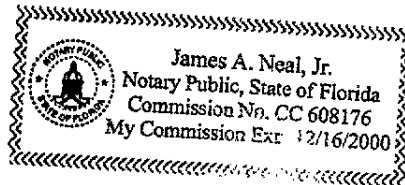
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 3rd day of May, 2000.


FRANCES K. VALENZA

STATE OF FLORIDA
COUNTY OF CITRUS

The foregoing instrument was acknowledged before me this 3rd day of May, 2000, by FRANCES K. VALENZA, who is personally known to me ~~or produced~~
~~as identification and who did not take an oath.~~


Notary Public
My Commission Expires:



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PAPERCHASE CONSULTING, INC.
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**CERTIFICATE DESIGNATING REGISTERED OFFICE FOR THE SERVICE OF
PROCESS WITHIN THE STATE OF FLORIDA, AND NAMING THE REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED.**

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: —

PAPERCHASE CONSULTING, INC.

2. The name and address of the registered agent and office is:

**FRANCES K. VALENZA
13 PENNSYLVANIA STREET
BEVERLY HILLS, FL 34465**

**FILED
00 MAY -5 AM 9:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

**HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE
DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS
REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER
AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES 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.**

By: _____

**FRANCES K. VALENZA
Registered Agent**

Date: May 3rd, 2000