POOCOO 6738/ GOUZE & ASSOCIATES, P.A.

NationsBank Tower, Suite 2210 200 Central Avenue St. Petersburg, Florida 33701

Phone: (727) 823-0997

e-mail: cgouze@aol.com

Fax: (727) 823-

FILED

July 10, 2000

VIA FEDEX

Division of Corporations Department of State 409 East Gaines Street Tallahassee, Florida 32399

300003319563--4 -07/11/00--01049--003 ******78.75 *****78.75

Re:

Incorporation of Onside, Inc.

Dear Sir or Madam:

Enclosed is our check in the amount of \$78.75 to cover incorporation and certification of ONSIDE, INC. Also enclosed is an original and one copy of the Articles of Incorporation and Acceptance of Registered Agent.

Please file the Articles and return the stamped copy to me in the enclosed addressed, stamped FedEX at your earliest convenience. Thank you for your prompt attention to this matter. Should you have any questions, please contact me.

Sincerely,

GOUZE & ASSOCIATES, PA

Catherine E. Gouze

CEG:mh Enclosures

ARTICLES OF INCORPORATION

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ONSIDE, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the state of Florida.

ARTICLE L NAME

The name of the corporation shall be: ONSIDE, INC. The address of the principal office of this corporation shall be 1115 Cimarron Circle, Bradenton, FL 34209 and the mailing address of the corporation shall be the same.

ARTICLE IL NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the state of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1115 Cimarron Circle, Bradenton, Florida 34209, and the name of the initial registered agent of the corporation at that address is DARRYL J. WEAVER.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

> DARRYL J. WEAVER 115 Cimarron Circle Bradenton, FL 34209

President/Treasurer

SCOTT BRIAN KALLINS

Vice President/Secretary

1910 Manatee Avenue W. Bradenton, FL 34205

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

DARRYL J. WEAVER 1115 Cimarron Circle Bradenton, FL 34209

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on Z

, 2000.

ACCEPTANCE OF REGISTERED AGENT

DESIGNATED IN THE ARTICLES OF INCORPORATION

DARRYL J. WEAVER, an individual residing in this state having a business address 1115 Cimarron Circle, Bradenton, Florida 34209, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of ONSIDE, INC. is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Dated: "7/7/60

DARRYL J. WEAVER