

CAPPELLER & BENNETT

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS
ATTORNEYS AT LAW

350 CAMINO GARDENS BOULEVARD
SUITE 303

BOCA RATON, FLORIDA 33432

JOHN M. CAPPELLER, JR., P.A.
GEOFFREY C. BENNETT, P.A.

August 25, 2000

TELEPHONE 561-620-2599
FACSIMILE 561-620-2565

Via facsimile only: 212/477-2195

George R. Burt, Jr.
Route 15
Box 3936
Lake City, Florida 32024

P000000 92019

Re: Incorporation of PRODICON CORPORATION

4000003409284--7
-09/29/00--01020--015
*****78.75 *****78.75

Dear George:

I enclose the proposed Articles of Incorporation for PRODICON CORPORATION. If the transmission did not come through cleanly, give me a call and I will try again. We need a clean original.

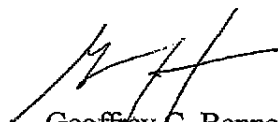
Re-copy the fax on clean paper "whiting-out" fax transmittal information wherever present. Sign the document in **blue** ink where indicated and before a notary where required. Send me the original. Also send along a check in the amount of \$180.00 payable to "Geoffrey C. Bennett, P.A." for costs.

I will forward the document to the Secretary of State and I should receive back a filed copy within a week. In the meantime, fill out the enclosed Form SS-4 and get your FEI #. Fax the completed and executed Form SS-4 to the IRS at (628)530-6156. Make sure to provide your return fax # in the lower right corner of the form. If you do not get an immediate response from the IRS (within 48 hrs.), give them a call at (770)455-2360 and hold on till you get a human.

I have ordered your corporate book and will send it under separate cover upon arrival here.

Call if you have any questions.

Very Truly Yours,



Geoffrey C. Bennett, Esquire

Enclosures

RECEIVED
00 SEP 29 AM 10:03
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED
00 SEP 29 AM 10:11
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

PRODICON CORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: PRODICON CORPORATION

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Route 15
Box 3936
Lake City, Fl 32024

ARTICLE III - NATURE OF BUSINESS

This corporation may engage in or transact 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 IV - CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

1000 shares, \$.10 par value

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - INCORPORATOR

The name and street address of the incorporator to this articles of incorporation is:

George R. Burt, Jr.
Route 15
Box 3936
Lake City, Fl 32024

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

60 SEP 29 AM 10:11

APPROVED
AND
FILED

CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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: PRODICON CORPORATION.
2. The name and address of the registered agent and office is:

George R. Burt, Jr.
Route 15
Box 3936
Lake City, Fl 32024

SIGNATURE: _____

George R. Burt, Jr.

TITLE: Incorporator/ President

DATE: _____

9/12/00

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE: _____

George R. Burt, Jr.

DATE: _____

9/12/00

ARTICLE VII - DATE OF INCORPORATION

September 1, 2000

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 12 day of ~~August~~, 2000.

SEPT

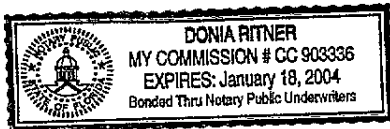
Signature of Incorporator

George R. Burt, Jr.

STATE OF FLORIDA)
) §§
COUNTY OF ~~COLUMBIA~~
 ALACHUA

THE FOREGOING instrument was acknowledged and sworn to before me this 12 day of ~~August~~, 2000, by George R. Burt, Jr., of PRODICON CORPORATION.

SEPTEMBER



Donia Ritner

NOTARY PUBLIC, State of Florida

DONIA RITNER

Printed Name of Notary

Check [✓] one only:

 Personally known

☒ Produced Identification

Identification produced: FL DRIVERS

My Commission Expires: 18 JAN 2004

STATE OF FLORIDA
COUNTY OF ALACHUA

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 SEP 29 AM 10:11

APPROVED
AND
FILED