

Cook & Koch, P.A.

ATTORNEYS AT LAW

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October 4, 2000

P000000095170

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

800003419088--6
-10/09/00--01069--013
*****70.00 *****70.00

Re: Send2Win, Inc.

Dear Sir or Madam:

EFFECTIVE DATE

10-02-00

Enclosed please find the following:

1. Original and one (1) copy of the Articles of Incorporation of Send2Win, Inc.
2. Two executed copies of Acceptance by Registered Agent, to accept service of process.
3. A check in the amount of \$70.00, which represents the following:

Filing fee	\$35.00
Registered Agent fee	\$35.00

I would appreciate your issuance of the corporate charter. Thank you.

Sincerely,



Ronald D. Cook, Esq.

Enclosures

Chelsie Robert GAVE
AUTHORIZATION BY PHONE TO
CORRECT eff. date from 8-10-2000 to 10-2-2000
DATE 10-29-00 at 4:10pm
DOC. EXAM J. Bryan

APB 10-9

**ARTICLES OF INCORPORATION
OF
SEND2WIN, INC.**

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation:

**ARTICLE ONE
Name**

- 1.1 The name of the corporation is Send2Win, Inc.

**ARTICLE TWO
Duration**

- 2.1 The term of existence of the corporation is perpetual.

**ARTICLE THREE
Purpose**

- 3.1 The purpose for which the corporation is organized is to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE FOUR
Capital Stock**

- 4.1 The aggregate number of shares that the corporation has authority to issue is 10,000, all of which shall be common shares without par value.

**ARTICLE FIVE
Principal and Registered Offices**

- 5.1 The initial principal office of the corporation is located at 313 Madeira Circle, Tierra Verde, Florida 33715. The initial mailing address of the corporation is 313 Madeira Circle, Tierra Verde, Florida 33715.

- 5.2 The corporation's initial registered office is Cook & Koch, P.A., One Harbour Place, Suite 200, 777 South Harbour Island Boulevard, Tampa, Florida 33602. The corporation's initial registered agent at that address is Ronald D. Cook, Esq. By signing these Articles of Incorporation, the registered agent accepts the designation and agrees to comply with all provisions of the Florida Statutes relating to that designation, including keeping the registered office open during the appointed hours of operation.

**ARTICLE SIX
Incorporator**

- 6.1 The name and address of the incorporator is:

Name

Address

Robert M. Freeland II

313 Madeira Circle, Tierra Verde, Florida 3715

**ARTICLE SEVEN
Commencement of Existence**

- 8.1 The corporation shall commence its existence on October 2, 2000


FILED
00 OCT - 8 4:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

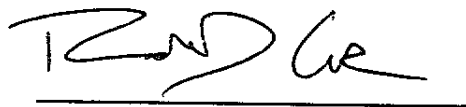
10-02-00

IN WITNESS WHEREOF, the undersigned have subscribed to the foregoing Articles of Incorporation and acknowledge the same under the laws of the State of Florida, this 16th day of August, 2000.

ROBERT M. FREELAND II
Incorporator


Signature

RONALD D. COOK
Registered Agent


Signature

AGREEMENT OF REGISTERED AGENT

I hereby agree, as Registered Agent of Send2Win, Inc., to accept Service of Process; to keep my office open during prescribed hours; to post my name (and any officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by law. I am familiar with and accept the obligations of the position of registered agent.



Ronald D. Cook, Esq.

FILED
00 OCT -9 PM 4:18
SEUL HALL STATE
TALLAHASSEE, FLORIDA