CAPITAL CONNECTION, INC. 417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 50) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222 Solutions, Inc ******70.00 Art of Inc. File_ LTD Partnership File Foreign Corp. File_ L.C. File_ Fictitious Name File Trade/Service Mark_ Merger File_ Art. of Amend. File_ RA Resignation_ Dissolution / Withdrawal Annual Report / Reinstatement Cert. Copy_ Photo Copy_ Certificate of Good Standing Certificate of Status_ Certificate of Fictitious Name_ Corp Record Search_ Officer Search_ Fictitious Search_ Fictitious Owner Search_ Signature TSMITH NOV 0 1 2000 Vehicle Search Driving Record UCC 1 or 3 File Requested by:

Name

Walk-In

Will Pick Up

UCC 11 Search_

Courier_

UCC 11 Retrieval_

ARTICLES OF INCORPORATION

<u>OF</u>

TS Solutions, Inc.

THE UNDERSIGNED, hereby make, subscribe, acknowledge and file these Articles of Incorporation and acts as incorporator for the purpose of forming a corporation for profit under the laws of the State of Florida, and does hereby adopt the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be

TS Solutions, INC.

ARTICLE II MAILING ADDRESS

The mailing address of the corporation shall be 112 Wall Street Redington Shores, Florida 33708

ARTICLE III NATURE OF BUSINESS

The corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is TEN THOUSAND shares of common stock, having a par value of ONE DOLLAR per share.

ARTICLE V INITIAL CAPITAL

The amount of capital with which this corporation shall begin business shall not be less than the sum of ONE HUNDRED AND NO/100 (\$100.00) DOLLARS.

ARTICLE VI TERM OF EXISTENCE 00 NOV - 1 AM 10: 10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

This corporation is to exist perpetually.

ARTICLE VII DESIGNATION OF REGISTERED AGENT INITIAL ADDRESS OF REGISTERED OFFICE

The initial Registered Agent is designated as Tracy Purser. The Registered Agent of the corporation may be changed at any time by a vote of the Board of Directors without an amendment of these Articles.

The street address of the initial registered office of this corporation in the State of Florida is ,112 Wall Street, Redington shores, Fl 33708. The Board of Directors may from time to time, without amending these Articles, move the principal office to any other address within the State of Florida.

ARTICLE VIII AMENDMENT

These Articles of Incorporation may be amended in the manner provided by the laws of the State of Florida. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that the Articles of Incorporation be amended.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this As day of October 2000.

Tracy Purser - Incorporator

FLDL W230-815-71-943-0

ACCEPTANCE OF REGISTERED AGENT

CONNIE J. CRAIG

MY COMMISSION # CC 970659 EXPIRES: September 27, 2004

Pursuant to Florida Statutes section 48.091 and Article VII of these Articles of Incorporation, the undersigned Registered Agent does hereby accept the duties as Registered Agent and designates his location for service of process as:

Tracy Purser 112 Wall Street Redington Shores, FL 33708

The undersigned shall serve as Registered Agent until otherwise removed or shall resign pursuant to the laws of the State of Florida.

Tracy Purser - Registered Agent

MY COMMISSION # CC 970659

EXPIRES: September 27, 2004
Bonded Thru Notary Public Underwiners