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ACCOUNT NO. : 072100000032  
REFERENCE : 928334 11626A  
AUTHORIZATION :  
COST LIMIT : \$ PPD

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 DEC 12 PM 2:48

ORDER DATE : December 12, 2000

500003497855--6  
-12/12/00--01099--018  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

ORDER TIME : 1:18 PM

ORDER NO. : 928334-005

CUSTOMER NO: 11626A

500003497855--6  
-12/12/00--01099--018  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

CUSTOMER: Ms. Gail Neuharth  
Myers Krause & Stevens

Suite 600  
5811 Pelican Bay Boulevard  
Naples, FL 34108

DOMESTIC FILING

NAME: MARCH VENTURES, INC.

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson - EXT. 1155

EXAMINER'S INITIALS:

RECEIVED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
2000 DEC 12 PM 2:31  
TO THE SECRETARY OF STATE  
DIVISION OF CORPORATIONS

JW  
12/13/00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 DEC 12 PM 2:48

**ARTICLES OF INCORPORATION**  
**OF**  
**MARCH VENTURES, INC.**

The undersigned Incorporator to these Articles of Incorporation, competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is MARCH VENTURES, INC.

ARTICLE II - ADDRESS

The principal place of business and mailing address of the corporation is c/o Doug E. Wiebel, C.P.A., Wiebel and Hennells, 9240 Bonita Beach Rd., Suite 3305, Bonita Spings, FL 34135.

ARTICLE III - PURPOSE

This corporation may engage or transact in any or all lawful activities or business.

ARTICLE IV - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to issue is one thousand (1,000) shares of common stock having a par value of \$0.01 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is c/o Myers Krause & Stevens, Chartered, Suite 600, 5811 Pelican Bay Boulevard, Naples, Florida, 34108, and the name of the initial registered agent of this corporation at that address is Andrew J. Krause.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is CAROL K. MARCH, 574 Montrose Lane, St. Paul, MN 55116.

The Incorporator has executed and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 8th day of December, 2000.

Carol K. March  
CAROL K. MARCH

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 DEC 12 PM 2:48

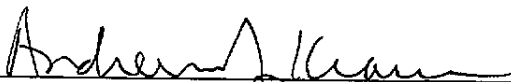
**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT AND  
REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, MARCH VENTURES, INC., desiring to be 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:

The name and address of the registered agent and office are:

ANDREW J. KRAUSE  
c/o Myers Krause & Stevens, Chartered  
Suite 600  
5811 Pelican Bay Boulevard  
Naples, Florida 34108

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.

  
ANDREW J. KRAUSE  
Registered Agent

Date: 12/8/00