

P00000116753

December 6, 2000

Corporate Division
Department of State
George Firestone Building
Post Office Box 6327
Tallahassee, Florida 32314

409 East Gaines Street
Tallahassee, Florida 32399

Re: IPP, Inc.

FILED
00 DEC 22 PM 12:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir/Madam:

Enclosed please find two (2) original Articles of Incorporation for the above referenced corporation. We have also enclosed a check in the amount of \$78.75 to cover the cost of filing fee. We would appreciate your filing the Articles of Incorporation immediately upon receipt and returning a certified copy of the filing to the address listed on the Articles.

If you have any questions, please do not hesitate to call.

Very truly yours,

Cheri B. Griffin

Cheri B. Griffin

Enclosures

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-12/11/00--01112--023
*****78.75 *****78.75

Robert T Griffin
5381 4th Place
Vero Beach Florida 32968

W-29329
JK 12/14



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 14, 2000

ROBERT GRIFFIN
5381 4TH PLACE
VERO BEACH, FL 32968

SUBJECT: IPP, INC.
Ref. Number: W00000029329

We have received your document for IPP, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6878.

Alan Crum
Document Specialist

Letter Number: 000A00063023

ARTICLES OF INCORPORATION
OF
IPP, consultants, Inc.

FILED
00 DEC 22 PM 12:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is ~~IPP, Inc.~~ IPP Consultants, Inc.

ARTICLE II - NATURE OF BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The authorized capital of the Corporation shall be 10,000 shares of the common stock at a par value of \$1.00 per share.

ARTICLE IV - TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE V - PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - PRINCIPAL OFFICE AND MAILING ADDRESS

The initial street address of the principal office and the mailing address of this Corporation is 5381 4th Place, Vero Beach, Florida 32968. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII - DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be increased or diminished from time to time, by Bylaws adopted by the Stockholders.

ARTICLE VIII - INITIAL DIRECTORS

The name and street address of the member of the first Board of Directors is:

Cheri B. Griffin
5381 4th Place
Vero Beach, Florida 32968

Robert L. Griffin
5381 4th Place
Vero Beach, Florida 32968

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Cheri B. Griffin
5381 4th Place
Vero Beach, Florida 32968

ARTICLE X - SECTION 1244 STOCK

The Board of Directors is authorized to issue "Section 1244 Stock", as defined by Section 1244 of the Internal Revenue Code as the same may be amended from time to time.

ARTICLE XI - INITIAL REGISTERED OFFICE AND AGENT

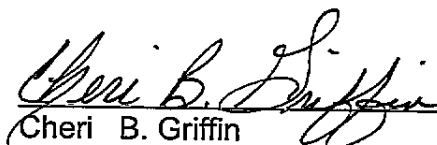
The street address of the initial registered office of this Corporation is 5381 4th Place, Vero Beach, Florida 32968 and the name of the initial registered agent of this Corporation at that address is Cheri B. Griffin.

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended, altered, or changed at any time, and from time to time, in the manner now or hereafter prescribed by the applicable Florida Statutes, and all rights conferred on a stockholder herein are granted subject to this reservation.

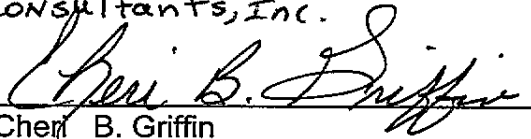
ARTICLE XIII - EFFECTIVE DATE

The existence of this Corporation shall commence on the date of filing of these Articles of Incorporation with the Secretary of State.

 (SEAL)
Cheri B. Griffin
Incorporator

REGISTERED AGENT'S ACCEPTANCE

The undersigned, by execution hereof, hereby accepts all of the duties and responsibilities of a Registered Agent for IPDC Consultants, Inc., a Florida corporation, in accordance with Florida Statutes, Section 607.0501.



Cheryl B. Griffin
Registered Agent

169249.1

FILED
00 DEC 22 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA