

# P00000 117756

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

800003497898--3  
=12/12/00--01109--010  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

SUBJECT: TSUCHE Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

EXPIRES  
1-1-2001

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00 Filing Fee  
 \$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy  
 \$87.50 Filing Fee, Certified Copy & Certificate of Status  
ADDITIONAL COPY REQUIRED

FROM: SAMIRAL D. PITT  
Name (Printed or typed)

3813 DOUBLE EAGLE DRIVE, SUITE 3216  
Address

ORLANDO, FL. 32839  
City, State & Zip

407.886.9334  
Daytime Telephone number

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 DEC 20 PM 3:05

FILED

Damian GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT articles  
DATE 12-28-00  
DOC. EXAM 9C

W-29510

NOTE: Please provide the original and one copy of the articles.

DEC 28 2000



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

December 18, 2000

DAMIAN D PITTS  
3813 DOUBLE EAGLE DRIVE  
SUITE 3216  
ORLANDO, FL 32839

SUBJECT: PSUCHE INC.  
Ref. Number: W00000029510

We have received your document for PSUCHE INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the (date of receipt. 12/12/00.)

The name of the entity must be identical throughout the document.

NEED TO REMOVE GRAPHICS & PRINT COMPANY ALSO.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

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) 487-6904.

Freida Chesser  
Corporate Specialist

Letter Number: 600A00063320

*Corrected 12/26/00*

ARTICLES OF INCORPORATION  
OF  
PSUCHE INC.

FILED  
00 DEC 20 PM 3:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE  
1-1-2001

Article I - Name

The name of the corporation is **PSUCHE INC.**

Article II - Duration

This corporation shall have perpetual existence commencing on January 1, 2001.

Article III - Purpose

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

Article IV - Principal Office

The initial principal place of business and mailing address of this corporation shall be 3813 Double Eagle Drive, Suite 3216, Orlando, FL 32839

Article V - Capital Stock

This corporation is authorized to issue 10,000 shares of ten (\$100.00) Dollar par value common stock, which shall be designated "common shares."

**Article VI - Initial Registered Office and Agent**

The name and street address of the initial registered agent and office of this corporation is Damian D. Pitts, 3813 Double Eagle Drive, Suite 3216 Orlando, FL 32839.

**Article VII - Initial Board of Directors**

This corporation shall have one (1) Directors, initially. The number of Directors may be increased or diminished from time to time by the bylaws but shall never be less than one (1). The name and addresses of the initial Directors of this Corporation are:

<b><u>Name</u></b>	<b><u>Title</u></b>	<b><u>Address</u></b>
Damian D. Pitts	President and CEO	3813 Double Eagle Drive, Suite 3216 Orlando, FL 32839.

**Article VIII- Bylaws**

The bylaws of this corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

**Article IX- Indemnification**

This corporation shall indemnify any Officer or Director, or any former Officer or Director, to the fullest extent of the law.

Article X- Preemptive Rights

Every Shareholder, 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 prorata share thereof at the price at which it is offered to others.

Article XI- Incorporators

The name and address of the person signing these Articles are:

Name

Damian D. Pitts

Article XI- Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these articles of incorporation this 27<sup>th</sup> day of December, 2000

  
\_\_\_\_\_  
Damian D. Pitts, President and CEO

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

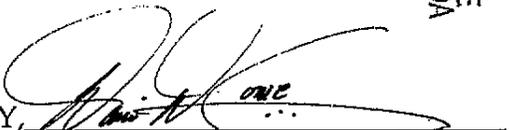
PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Psuche Inc.
2. The name and address of the registered agent is:

Damian D. Pitts  
3813 Double Eagle Drive, Suite 3216  
Orlando, Florida 32839

Having been named to accept service of process for the above stated corporation, at the place designated in article vi of these articles of incorporation, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of its duties.

Dated this 27<sup>th</sup> day of December, 2000.

BY,   
Damian D. Pitts, Registered Agent

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 DEC 20 PM 3:05

FILED

COURIER ADDRESS:

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399  
(850) 487-6052

MAILING ADDRESS:

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314  
(850) 487-6052