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Reply to New Smyrna Beach

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*****78.75 *****78.75

January 26, 2001

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

Re: Filing Articles of Incorporation

Dear Sir or Madam,

Enclosed please find an original and a copy of Incorporation papers that we would like to file. Also a check in the amount of \$78.75 to cover the filing fees. I have also enclosed a self-addressed, postage paid envelope for the return of the certified copy.

If there are any questions regarding these papers please feel free to call our office.

Sincerely,

Lorraine Lagana
Lorraine Lagana
Legal Assistant

FILED
01 JAN 29 PM 1:16
DIVISION OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ACTION HOME CONSULTING, INC.

FILED
01 JAN 29 PM 1:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following articles of incorporation:

ARTICLE I

NAME

The name of the corporation is Action Home Consulting, Inc.

ARTICLE II

DURATION

The term of existence of the corporation is perpetual.

ARTICLE III

PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 100, all of which shall be common shares with par value of \$1.00.

ARTICLE V

PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE VI

VOTING

Each shareholder of record shall have one vote for each share of stock standing in his or her name on the books of the Corporation.

ARTICLE VII

DIRECTORS

The business of the corporation shall be managed by the stockholders of the corporation rather than by a board of directors.

ARTICLE VIII

COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence on the date of filing of the articles of incorporation.

ARTICLE IX

REGISTERED OFFICE AND PRINCIPAL OFFICE

The street address of the initial registered office of the corporation is 413 Jessamine Avenue, New Smyrna Beach, Florida 32169 and the name of the initial registered agent is Thomas C. Butler. The address of the principal office of the Corporation is the same.


ARTICLE X

INCORPORATOR

The name and address of the incorporator is:

B. Jordan Stuart
Wood & Stuart, P.A.
206 Flagler Avenue
New Smyrna Beach, Florida 32169

IN WITNESS WHEREOF, I have subscribed my name this 26th day of January, 2001.


B. JORDAN STUART, Incorporator

STATE OF FLORIDA)
)ss.:
COUNTY OF VOLUSIA)

On this 26th day of January, 2001, before me, the undersigned Notary Public, personally appeared B. JORDAN STUART, the person whose name is subscribed to the within instrument, and acknowledged that she executed the same for the purposes therein contained.

Affiant is known to me / produced identification; and did / did not take an oath.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

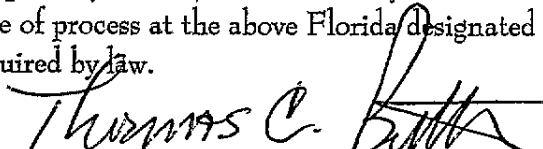

Notary Public, State of Florida

My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

As Registered Agent named in these Articles, I agree to accept service of process; to keep office open during prescribed hours; to post my name (and those of any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.


Thomas C. Butler, Registered Agent

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01 JAN 29 PM 1:16
TALLAHASSEE, FLORIDA
SECRETARY OF STATE