

CT-CORPORATION SYSTEM

CORPORATION(S) NAME

Dynasty Service Corporation

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*****70.00 *****70.00

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| <input checked="" type="checkbox"/> Profit <i>Articles</i> | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | | |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| | <input type="checkbox"/> Reinstatement | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> Change of RA |
| | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> UCC |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photocopies | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Name _____
 Availability _____
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 Examiner _____
 Updater _____
 Verifier _____
 W.P. Verifier _____

3/14/01

cjc

Order#: 3821318

Ref#: _____

Amount: \$ _____

DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

01 MAR 14 PM 11:24

RECEIVED

01 MAR 14 PM 12:29
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

FILED

660 East Jefferson Street
 Tallahassee, FL 32301
 Tel. 850 222 1092
 Fax 850 222 7615

T. SMITH MAR 14 2001

Articles of Incorporation
of
Dynasty Service Corporation

FILED
01 MAR 14 PM 12:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- FIRST:** The name of the corporation shall be: Dynasty Service Corporation.
- SECOND:** The place in Florida where the corporation's principal office is to be located is the City of Boca Raton, County of Palm Beach and whose mailing address shall be:
- 401 N.E. Mizner Blvd.—Suite T-622
Boca Raton, FL 33432
- THIRD:** The purpose or purposes for which the corporation is formed are to engage in any lawful act or activity for which corporations may be formed under Chapter 607 of the Florida Statutes, as amended.
- FOURTH:** The maximum number of shares which the corporation is authorized to have outstanding is 500, which shall consist of 500 Common Shares, without par value (the "Common Shares which shall possess all of the voting power of the Corporation's capital shares.
- FIFTH:** The name and Florida street address of the corporation's initial registered agent is:
- CT Corporation System
1200 South Pine Island Road
Plantation, FL 33324

On behalf of CT Corporation System, the undersigned does hereby accept appointment as the initial registered agent of the corporation:

CT Corporation System

By: C. A. Record
C. A. Record, its Asst. Secretary

SIXTH: The incorporator of the corporation is:

Sarah L. Schultz

Dated: February 12, 2001

**Subscription Agreement
for
One Hundred (100) shares of Stock
of
Dynasty Service Corporation**

The undersigned subscriber, on this the 27 day of February, 2001, does hereby subscribe to one hundred (100) shares of the common stock of Dynasty Service Corporation (the "Company") and agrees to pay the sum of \$ 1.00 per share in cash to the Company in exchange for the issuance of such shares.

Company:

Dynasty Service Corporation

By: *Sarah L. Schultz*
Sarah L. Schultz, Incorporator

Subscriber:

Schultz 1999 Dynasty Trust

By: *Sarah L. Schultz*
Sarah L. Schultz, Trustee

**Actions of the Incorporator
of
Dynasty Service Corporation**

3-12 _____, 2001

The Incorporator of the Dynasty Service Corporation (the "Company") hereby takes the following actions as of the date first above written.

The articles of incorporation have been duly filed with the Secretary of State of the State of Florida, the original executed copy of the articles of incorporation, with the certificate of the Secretary of State appended, and the appointment of the registered agent are incorporated in these actions as if fully set forth herein.

The incorporator shall hereby offer shares of the Company's common stock (the "Stock") prior to the Company's commencement of business. The following resolutions are adopted in connection with the offer and sale of Stock:

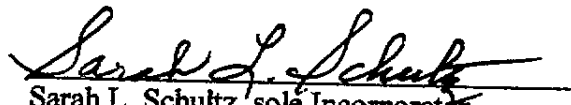
The Company wishes to offer for sale and issue one hundred (100) shares of Stock in a manner that qualified stockholders may avail themselves of the benefits of Section 1244 of the Internal Revenue Code of 1986, as amended (the "Code") and the Treasury Regulations promulgated thereunder (the "Regs"). At the time the Stock is issued pursuant to these actions, the Company is a "small business corporation" as defined in Section 1244(c)(3) of the Code and the Stock shall only be issued solely in exchanged for money or other property. The incorporator intends that the Stock, when issued, shall qualify as Section 1244 Stock as that term is defined in Section 1244 of the Code.

RESOLVED, that the Company issue one hundred (100) shares of Stock pursuant to Section 1244 of the Code;

FURTHER RESOLVED, that the Stock be issued at a price of \$ 1.00 per share in cash of fair market value of property;

FURTHER RESOLVED, that the amount received by the Company in exchange for the issuance of the Stock be and hereby is allocated to stated capital;

FURTHER RESOLVED, that the Company accept the offer from the Schultz 1999 Dynasty Trust, dated July 1, 1999, Sarah L. Schultz, trustee, to subscribe for and purchase one hundred (100) shares of Stock.


Sarah L. Schultz, sole Incorporator

**Actions of the Sole Stockholder
of
Dynasty Service Corporation**

3-12, 2001

The sole shareholder of the Dynasty Service Corporation (the "Company") does hereby take the following actions as of the date first above written.


The following individual shall be and hereby is elected as the sole director of the Company:

Sarah L. Schultz

The Company hereby adopts the code of regulations attached to these actions.

Schultz 1999 Dynasty Trust

By:


Sarah L. Schultz, trustee

**Actions of the Sole Director
of
Dynasty Service Corporation**

3-12, 2001

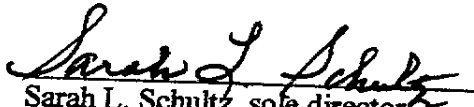
The undersigned, the sole stockholder of Dynasty Service Corporation (the "Company") does hereby take the following actions as of the date first above written.

RESOLVED, that the following individuals be and hereby elected as officers of the Company and to the offices appearing immediately to the right of their respective names:

Sarah L. Schultz	President, Assistant Secretary and Treasurer
Lora J. Jorgenson	Assistant Secretary

FURTHER RESOLVED, that the form of the certificate for fully paid and non-assessable shares of the Company's stock, a sample of which is attached, is hereby approved by the sole director and proscribed to the issuance of all fully paid and non-assessable shares of the Company's stock;

FURTHER RESOLVED, that the officers of the Company are hereby authorized to open such bank accounts with such banks or other financial institutions as may be from time to time selected by the Sole Director, and any such officer is authorized and empowered to execute and deliver whatever documents required by such bank(s) require to open and establish such accounts.


Sarah L. Schultz, sole director