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Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number : (850) 922-4001

From:

Account Name : BIZCORP INTERNATIONAL INC.

Account Number: 119990000093 Phone: (561)776-2277 Fax Number: (561)776-2266

FLORIDA PROFIT CORPORATION OR P.A.

SAGE PROFESSIONAL SERVICES, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: SAGE PROFESSIONAL SERVICES, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

5325 Elkhorn Blvd., #8185 Sacramento, CA 95842

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000 shares of common stock, no par value.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Bizcorp International Inc. 4400 PGA Blvd. Suite 700 Palm Beach Gardens, FL 33410 MAR 22 PM

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ARTICLE V - INITIAL DIRECTOR(S)

The names and addresses of the initial members of the corporation's Board of Directors are:

Mark Goodson 5325 Elkhorn Blvd., #8185 Sacramento, CA 95842

ARTICLE VI - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

BIZCORP INTERNATIONAL INC. 4400 PGA Boulevard Suite 700 Palm Beach Gardens, FL 33410

The undersigned incorporator has executed these Articles of Incorporation this 12th of March, 2001.

BIZCORP INTERNATIONAL INC.

Stephen Levy (President)

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 DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the corporation is: SAGE PROFESSIONAL SERVICES, INC.
- 2. The name and address of the registered agent and office is:

Bizcorp International Inc. 4400 PGA Boulevard Suite 700 Palm Beach Gardens, FL 33410

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.

BIZCORP INTERNATIONAL INC.

March 12, 2001