

P01000035595

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Division of Corporations
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To:

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From:

Account Name : CLOVERLEAF CAPITAL ADVISORS, LLC
Account Number : I19990000230
Phone : (407) 905-9699
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FLORIDA PROFIT CORPORATION OR P.A.

EBIT of Florida, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	05
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 6, 2001

CLOVERLEAF CAPITAL ADVISORS

SUBJECT: EBIT OF FLORIDA, INC.
REF: W01000007792

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

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

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Becky McKnight
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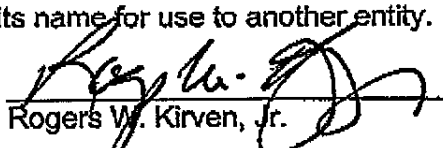
AFFIDAVIT

STATE OF FLORIDA)

COUNTY OF ORANGE)

Before me, a duly commissioned Notary Public within and for the State and County aforesaid, personally appeared Rogers W. Kirven, Jr., Director, President and majority shareholder of EBIT, Incorporated, who being by me duly sworn, depose(s) and say(s):

On or about September 22, 2000, EBIT, Incorporated was administratively dissolved by the State of Florida. EBIT has no intention of reinstating the company and therefore releases its name for use to another entity.


Rogers W. Kirven, Jr.**Notary Public**

STATE OF FLORIDA)

COUNTY OF ORANGE)

I, Jennifer Loomis, Notary Public in and for the jurisdiction aforesaid, do hereby certify that Rogers W. Kirven, Jr., Director of EBIT, Incorporated is personally known to me or identified himself by presentation to me of _____ to be the same person whose name is subscribed in the foregoing instrument, appeared before me this day, in person, and acknowledged and swore that the facts set forth above are true and that he signed said instrument as his free and voluntary act for the uses and purposes therein set forth. Given under my hand and notarial seal this ____ day of April, 2001.


Notary Public

My Commission Expires

4/30/04



Jennifer S. Loomis
My Commission CG932074
Expires April 30 2004

#010000348960

Fax Audit No: #010000348960

ARTICLES OF INCORPORATION
of
EBIT, Inc.

FILED
01 APR -6 AM 11:01
CLERK OF DISTRICT COURT
ALACHUA COUNTY, FLORIDA

THE UNDERSIGNED, acting as the sole incorporator of EBIT, Inc. under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation of EBIT, Inc. for such corporation:

ARTICLE I

Name and Address

The name of the corporation shall be EBIT, Inc., and its principal corporate address shall be initially located at 2710 Rew Circle, Suite 100, Ocoee, FL 34761.

ARTICLE II

Duration

This corporation shall have perpetual existence unless sooner dissolved according to law, and shall commence its corporate existence upon the filing of these Articles.

ARTICLE III

General Purposes

This corporation is organized for the purpose of transacting, conducting, carrying on, operating, and engaging in any activity or business permitted under the laws of the State of Florida, and the United States.

ARTICLE IV

Shares

The aggregate number of shares which the corporation shall have authority to issue is 1,000,000, consisting of a single class of common stock, \$.001 par value per share.

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Fax Audit Number: #010000348960

Prepared by: E. Nicholas Davis III

Cloverleaf Capital Advisors, LLC

2710 Rew Circle, Suite 100

Ocoee, FL 34761

407-905-9699

Fax Audit No. 4010000348960

ARTICLE V

Initial Registered Office and Agent

The address of the Registered Office of the corporation is 2710 Rew Circle, Suite 100, Ocoee, FL 34761 (which is the same as its initial principal address), and the initial Registered Agent at such address is E. Nicholas Davis, III.

ARTICLE VI

Initial Board of Directors

The number of Directors constituting the initial Board of Directors of the corporation is two (2). The number of Directors may be increased from time to time pursuant to the provisions of the bylaws of the corporation, but in no event shall the number of Directors be less than two (2). The name and address of the person who are to serve as the initial Directors until the first annual meeting of the shareholders of the corporation or until such successor Directors are elected and qualified are as follows:

Rogers W. Kirven, Jr.
2710 Rew Circle, Suite 100
Ocoee, FL 34761

Daniel J. Devine
2710 Rew Circle, Suite 100
Ocoee, FL 34761

ARTICLE VII

Incorporator

The name and address of the sole incorporator of the corporation is: E. Nicholas Davis, III., 2710 Rew Circle, Suite 100, Ocoee, FL 34761.

ARTICLE VIII

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 (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

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ARTICLE IX

Conference Meetings

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE X

Action By Consent

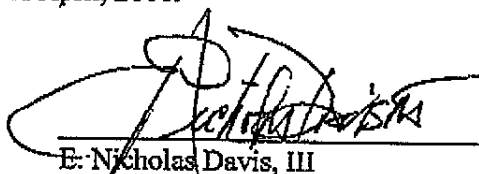
The directors of this corporation may take action by written consent as provided by law.

ARTICLE XI

Indemnification

This corporation shall indemnify any officer or director or any former officer or director to the fullest extent permitted by law.

IN WITNESS WHEREOF, these Articles of Incorporation have been signed by the undersigned incorporator on this 5th day of April, 2001.


E. Nicholas Davis, III

Fax Audit No: #010000348960

STATE OF FLORIDA)

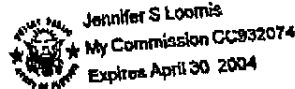
COUNTY OF ORANGE)

On this 5th day of April, 2001, before me, a Notary Public in and for the State and County aforesaid, personally appeared E. Nicholas Davis, III, who either is ~~known to me personally~~ or who supplied _____ as identification, acknowledged to the fact that he is the incorporator and registered agent of EBIT, Inc., and that he executed as said incorporator and registered agent the foregoing Articles of Incorporation of said Corporation as his act and deed and as the act and deed of said corporation.

WITNESS my hand and seal of office on the date and year first aforesaid.

Jennifer S. Loomis
NOTARY PUBLIC

Notary Public Commission expires: 4/30/04
[Notarial Seal]



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Fax Audit Number: #010000348960

Prepared by: E. Nicholas Davis III

Cloverleaf Capital Advisors, LLC

2710 Rew Circle, Suite 100

Ocoee, FL 34761

407-905-9699

Fax Audit No: 4010000348960

**ACCEPTANCE OF APPOINTMENT BY
REGISTERED AGENT**

FILED
01 APR -6 AM 11:01
CLERK OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, an individual resident of the State of Florida, having been named in the foregoing Articles of Incorporation as Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the corporation.

DATED, this 5th day of April, 2001


E. Nicholas Davis, III, Registered Agent

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Fax Audit Number: 4010000348960

Prepared by: E. Nicholas Davis III

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