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01 MAY -8 AM 10:26

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

846294/7875U

May 8, 2001

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Abode, Inc.

P01000045818

Filing Evidence

- Plain/Confirmation Copy
- Certified Copy

Type of Document

- Certificate of Status
- Certificate of Good Standing
- Articles Only
- All Charter Documents to include Articles & Amendments
- Fictitious Name Certificate
- Other

Retrieval Request

- Photocopy
- Certified Copy

RECEIVED
 DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 2001 MAY -8 AM 10:09
 TO BE FILED
 SUFFICIENT FOR FILING

NEW FILINGS	
X	Profit
	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

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OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

J. BRYAN MAY - 8 2001

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ARTICLES OF INCORPORATION

OF

ABODE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation (hereinafter referred to as "Corporation") shall be:

Abode, Inc.

The address of the principal office of this Corporation in the state of Florida shall be 4320 N.E. 20th Avenue, Fort Lauderdale, Florida 33308, and the mailing address of the Corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This Corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$0.01 par value per share.

ARTICLE IV. PREEMPTIVE RIGHTS

This Corporation elects to grant preemptive rights to the initial shareholders.

ARTICLE V. REGISTERED AGENT

The street address of the initial registered office of the Corporation shall be 4320 N.E. 20th Avenue, Fort Lauderdale, Florida 33308, and the name of the initial registered agent at that address is James Wentzel.

ARTICLE VI. TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VII. INDEMNITY

This Corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the

indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be in a capacity entitling such person to be indemnified, and shall inure to the benefit of the heirs, executors and administrators of such a person.

ARTICLE VIII. DIRECTORS

All Corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation.

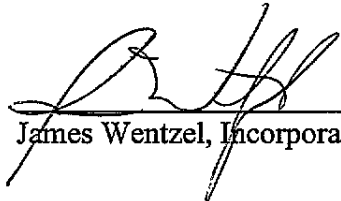
The number of directors constituting the initial Board of Directors of the Corporation is one (1) which may be increased by the bylaws.

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator is:

James Wentzel:

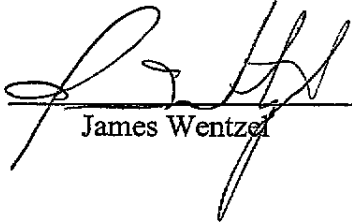
~~4320 N.E. 20th Avenue~~ 1515 E Broward Blvd #209
~~Fort Lauderdale, Florida 33308~~ Ft. Lauderdale FL 33301


James Wentzel, Incorporator

Date: 4-17-01

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

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.



James Wentzel

Date: 4-17-01

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