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

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ODJECI:	(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)			
Enclosed is an origin	nal and one(1) copy of the article	es of incorporation and a	check for :	
\$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	□ \$78.75 Filing Fee & Certified Copy ADDITIONAL CO	□ \$87.50 Filing Fee, Certified Copy & Certificate of Status	
FROM	: Thomas So	cott- rinted or typed)		
	4849 Qu	een Palm T	er.	
	ST. Peters	Burg, Fl	33703	
	727- 455 Daytime To	- 7312 elephone number	SECRETARY TALLAHASS	- "#
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NOTE: Please provide the original and one copy of the articles.

2544 WOI-135103

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

FILED

2001 JUN 27 PM 3: 28

SECRETARY OF STATE TALLAHASSEE FLORIDA

June 13, 2001

THOMAS SCOTT 4849 QUEEN PALM TERRACE ST. PETERSBURG, FL 33703

SUBJECT: XCELL INVESTMENTS INC.

Ref. Number: W01000013563

We have received your document for XCELL INVESTMENTS INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

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

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6052.

Claretha Golden Document Specialist New Filings Section

Letter Number: 401A00036372

	The state of the s
ARTICLES OF INCORPORATION In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)	
ARTICLE I NAME The name of the corporation shall be:	FILED
*Xcell Investments of Pinellas Inc.	2001 JUN 27 PM 3: 28
ARTICLE II PRINCIPAL OFFICE The principal place of business/mailing address is: 4849 Queen Palm Ter. ST. Petersburg, F1 33703	SECRETARY OF STATE TALLAHASSEE FLORIDA
ARTICLE III PURPOSE The purpose for which the corporation is organized is: INVESTMENTS! Holding Coup.	
ARTICLE IV SHARES The number of shares of stock is:	· · · · · · · · · · · · · · · · · · ·
ARTICLE V INITIAL OFFICERS DIRECTORS (optional) The name(s) and address(es):	
ARTICLE VI REGISTERED AGENT The name and Florida street address of the registered agent is: Thomas Scott 4849 Queen Palm Ter.	
ST. Petersburg, FL 3370 ARTICLE VII INCORPORATOR	
The <u>name and address</u> of the Incorporator is: Thomas Scott 4849 Queen Palm Tur. ST. Peters burg, FL 33703	
**************************************	the place designated in this
Signature/Registered Agent July	ne 1/01

Signature/Incorporator

Date