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CORPORATE ACCESS, INC.

236 East 6th Avenue Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

WALK IN

PICK UP 7/6/01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JUL -6 PM 4:33

APPROVED AND FILED

CERTIFIED COPY

CUS

X PHOTO COPY

X FILING Articles

1.) Simple Direct Systems, Inc
(CORPORATE NAME & DOCUMENT #)

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-07/09/01--01002--026
*****78.00 *****78.00

2.)
(CORPORATE NAME & DOCUMENT #)

3.)
(CORPORATE NAME & DOCUMENT #)

4.)
(CORPORATE NAME & DOCUMENT #)

5.)
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

NOT INCLUDED TO ACKNOWLEDGE SUFFICIENCY OF FILING

2001 JUL 6 PM 4:11

DEPARTMENT OF REVENUE DIVISION OF CORPORATE SERVICES
CALL THE FILING AND RETRIEVAL AGENCY INDICATED TO SERVE YOU!

RECEIVED

Handwritten signature and date 7/6/01

Handwritten number 4

ARTICLES OF INCORPORATION
OF
SIMPLE DIRECT SYSTEMS, INC.

APPROVED
AND
FILED
01 JUL -6 PM 4:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I

CORPORATE NAME

The name of the corporation shall be: **SIMPLE DIRECT SYSTEMS, INC.**

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 1614 George Jenkins Boulevard, Lakeland, Florida 33815.

ARTICLE III

SHARES

The number of shares of stock that this corporation is authorized to have, outstanding at any one time are: 1000 shares with no par value.

ARTICLE IV

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is: Anthony Sheffield and the mailing address of its initial agent is: 1614 George Jenkins Boulevard, Lakeland, Florida 33815.

ARTICLE V

INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are): Barbara Pizzo, 701 Renner Road, Wilmington, Delaware 19810.

ARTICLE VI

DURATION

The duration of the corporation shall be perpetual.

ARTICLE VII

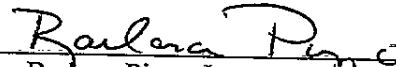
BOARD OF DIRECTORS

The number of directors constituting the initial board of directors of the corporation is one (1).

The name and address of the person who is to serve as member of the initial board of directors of the corporation is as follows:

Anthony Sheffield, 1614 George Jenkins Boulevard, Lakeland, Florida 33815.

The undersigned incorporator has executed these Articles of Incorporation this fifth day of July 2001.



Barbara Pizzo, Incorporator
Corporate Consulting Ltd.

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

1. The name of the Corporation is: SIMPLE DIRECT SYSTEMS, INC.

2. The name and address of the registered agent and office is:

ANTHONY SHEFFIELD
(Name)

1614 GEORGE JENKINS BOULEVARD
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

LAKELAND, FLORIDA 33815
(City/State/Zip)

Having been named as registered agent 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.

Anthony Sheffield
(Print name)
Anthony Sheffield
(Signature)

7-3-01
Date

DIVISION OF CORPORATION, P.O. BOX 6327, TALLAHASSEE, FL 32314

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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