

**Electronic Articles of Incorporation
For**

**P01000068072
FILED
July 11, 2001
Sec. Of State**

NEXT PACE, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

NEXT PACE, INC.

Article II

The principal place of business address:

907 MARINA DRIVE
404
NORTH PALM BEACH, FL. 33408

The mailing address of the corporation is:

907 MARINA DRIVE
404
NORTH PALM BEACH, FL. 33408

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

AUDREY KENT
907 MARINA DRIVE
404
NORTH PALM BEACH, FL. 33408

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: AUDREY KENT

Article VI

The name and address of the incorporator is:

AUDREY KENT
907 MARINA DRIVE, #404
NORTH PLM BEACH
FL 33408

Incorporator Signature: AUDREY KENT