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TRANSMITTEL LETTER

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

Cape Coral, 07/10/2001

Please find enclosed one original and one copy of Articles of Incorporation for

Schwede Holding, Inc. (proposed Corporation name)

and a check in the amount of \$ 78.75

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*****78.75 *****78.75

Please send Documents to:

John Bolder
1217 Cape Coral Pkwy, Unit 160
Cape Coral, FL, 33904
USA

Thank you

J. M. Bolder



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ARTICLES OF INCORPORATION

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OF

SECRETARY OF STATE
TALLAHASSEE FLORIDA

SCHWEDE HOLDING, INC.

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

ARTICLES I – NAME

The name of this corporation shall be:

SCHWEDE HOLDING, INC.

The address of the principal office of this corporation shall be 1217 Cape Coral Pkwy, # 160, Cape Coral, FL, 33904 and the mailing address of the corporation shall be 1217 Cape Coral Pkwy, # 160, Cape Coral, FL, 33904

ARTICLE II – NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the law of the United States, the State of Florida, or any other state, country 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 **500.000** shares of common stock having **\$10.00** par value per share.

ARTICLE IV – ADDRESS

The street address of the initial registered office of the corporation shall be 1217 Cape Coral Pkwy, # 160, Cape Coral, FL, 33904 and the name of the initial registered agent of the corporation is **Mr. John M. Bolder**

ARTICLE V – TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI – PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VII – 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. This corporation shall have **one (1)** Director, initially. The number of Directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of Directors be less than one or more than five. The name and street address of the initial member of the Board of Directors is:

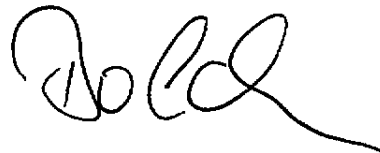
**Mr. Juergen K. Schwede
1217 Cape Coral Pkwy, # 160
Cape Coral, FL, 33904
USA**

ARTICLE VIII – INCORPORATORS

The name and street address of the person signing these Articles of Incorporation is:

**Mr. John M. Bolder
1217 Cape Coral Pkwy, # 160,
Cape Coral, FL, 33904
USA**

John M. Bolder

A handwritten signature in black ink, appearing to read "Bolder", with a long horizontal flourish extending to the right.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN

ARTICLES OF INCORPORATION

John M. Bolder, having a business office identical with the registered office of the Corporation named above and having been designated as the Registered Agent in the above foregoing Articles, is familiar with and accepts the obligation of the position of Registered Agent under Section 607.0505, Florida Statute.

John M. Bolder

A handwritten signature in black ink, appearing to read "Bolder", written over the printed name.