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Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number : (850)205-0381

From:

Account Name : FOLEY & LARDNER OF TAMPA

Account Number: 071344001620 : (813)229-2300 Phone Fax Number : (813)221~4210

FLORIDA PROFIT CORPORATION OR P.A

InfiniteWell, Inc.

Certificate of Status	1
Certified Copy	0
Page Count	03(4)
Estimated Charge	\$78.75

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Articles of Incorporation

of

InfiniteWell, Inc.

THE UNDERSIGNED, acting as the sole Incorporator of InfiniteWell, Inc. ("Corporation") under the Florida Business Corporation Act, Chapter 607, Florida Statutes, as hereafter amended and modified, hereby adopts the following Articles of Incorporation for the Corporation:

ARTICLE I Name

The name of the Corporation is: InfiniteWell, Inc.

ARTICLE II Business and Activities

The Corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III Shares

The total number of shares of capital stock that the Corporation shall have the authority to issue shall be ten thousand (10,000) shares of Common Stock having a par value of \$.01 per share ("Common Stock").

ARTICLE IV Principal Office

The address of the principal office of the Corporation is 5445 W. Cypress Street, Suite 300, Tampa, Florida 33607.

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SECRETARY OF STATE

Martin A. Traber, Esquire Florida Bar # 0099805 Foley & Lardner 100 N. Tampa Street, Suite 2700 Tampa, Florida 33602 Phone 813-229-2300

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ARTICLE V Initial Registered Office and Agent

The address of the initial registered office of the Corporation is 200 Laura Street North, Third Floor, Jacksonville, FL 32202 and the initial registered agent at such address is F & L Corp.

Incorporator

The name and address of the sole Incorporator of the Corporation is as follows:

Justin Echternach 5445 W. Cypress Street Suite 300 Tampa, Florida 33607

Justin Echternach, Incorporator

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ACCEPTANCE OF APPOINTMENT BY INITIAL REGISTERED AGENT

THE UNDERSIGNED, having been named in Article V of the foregoing Articles of Incorporation as the initial registered agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that it is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to it as the registered agent of InfiniteWell, Inc.

DATED: Effective this 19th day of august, 2001.

F & L Corp.

Martin A. Traber, Esquire Title: Vice Rresident

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SECRETARY OF STATE

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