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Atlas  
WORLDWIDE, INC.

Ringling Professional Center, Suite D113, 2831 Ringling Blvd, Sarasota, FL 34237  
Phone (941)954-1812 Fax (941)954-1852 Toll Free (877)893-VISA  
atlaswide@aol.com

FILED  
01 AUG 30 PM 1:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

August 27, 2001

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

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-08/30/01--01068--005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir or Madam:

We enclose the original and one copy of draft Articles of Incorporation of the follo

Red Dot U.S.A., Inc. together with a check in the amount of \$78.75;

Be Safe Homes, Inc. together with a check in the amount of \$78.75;

South Croft, Inc. together with a check in the amount of \$78.75;

~~PHI Marketing, Inc. together with a check in the amount of \$78.75; and~~

Darke Investments, Inc. together with a check in the amount of \$78.75.

We would be very grateful if you would process the incorporation of these companies at your earliest convenience.

Should you have any queries, please do not hesitate to contact the undersigned.

Yours truly,



Hugh Morgan, C. A.  
Incorporator

D. BROWN AUG 31 2001

**ARTICLES OF INCORPORATION  
OF  
PHJ MARKETING, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned acting as incorporator, of a corporation under the Florida Business Corporations Act, hereby adopts the following Articles for such corporation.

**ARTICLE I**

The name of the corporation shall be PHJ Marketing, Inc.

**ARTICLE II**

The period of duration of the corporation is perpetual.

**ARTICLE III**

The principal place of business and mailing address of the corporation shall be:

Suite D-113, 2831 Ringling Boulevard  
Sarasota, Florida 34237

**ARTICLE IV**

The corporation shall have one class of stock of which there shall be one hundred thousand authorized shares having a par value of \$0.10 each.

**ARTICLE V**

Every shareholder shall have the right to purchase his or her pro rata share of any new stock of this corporation of the same kind, class or series as that which he or she already holds at a price, which it is offered to all other shareholders.

**ARTICLE VI**

The initial Registered Agent of the corporation shall be Hugh Morgan, located at the corporation's registered office:

Suite D-113, 2831 Ringling Boulevard,  
Sarasota, Florida 34237

**ARTICLE VII**

The incorporator of the corporation is:

Hugh Morgan  
Suite D-113, 2831 Ringling Boulevard  
Sarasota, Florida 34231

**ARTICLE VIII**

The purpose or purposes for which the corporation is organized are to engage in the vending of petroleum products and the provision of mechanical repairs to vehicles and to engage in any activity or business permitted under the laws of the United States of America and this state.

The undersigned incorporator has executed these articles this 6<sup>th</sup> day of August, 2001

  
Hugh Morgan, Incorporator

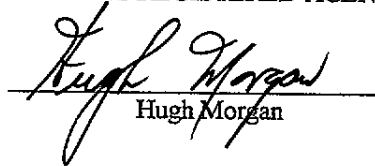
**Certification of Designation  
Registered Agent/Registered Office**

Pursuant to the provisions of sections 607.0501, Florida Statutes, the undersigned corporation organized under the laws of The State of Florida, submits the following statement in designating the registered agent/registered office in the State of Florida.

1. The name of the corporation is PHJ Marketing, Inc.
2. The name and address of the registered agent and office is:

Hugh Morgan  
2831 Ringling Boulevard, Suite D-113  
Sarasota, Florida 34237

HAVING BEEN NAMED AS REGISTERED AGENT AND 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.

  
Hugh Morgan

08/06/01  
Date