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THE LAW OFFICE OF RICHARD P. O'CONNOR  
Attorney and CPA  
100 Second Avenue South  
Suite 200  
St. Petersburg, FL 33701

FILED  
01 OCT -3 AM 9:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Tel: 727-894-3186

Fax: 727-894-2912

October 1, 2001

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

Re: **NRB Venture Capital, Inc.**

600004621296--9  
-10/03/01--01032--005  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Dear Division of Corporations:

Enclosed please find an original and one copy of Articles of Incorporation for the above-referenced corporation, and a check for \$87.50.

Please note the effective date of incorporation: October 1, 2001.

EFFECTIVE DATE  
10-01-01

Please file the Articles and return a Certified Copy of the approved Articles and Certificate of Status to the undersigned attorney.

Sincerely,



Richard P. O'Connor, CPA  
Attorney at Law

enclosures

J. BRYAN OCT - 5 2001

**ARTICLES OF INCORPORATION**  
**OF**  
**NRB Venture Capital, Inc.**

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TALLAHASSEE, FLORIDA

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

**Article 1. Name.** The name of the Corporation shall be:

NRB Venture Capital, Inc.

**EFFECTIVE DATE**

**Article 2. Address.** The location and mailing address of the principal office of the Corporation is 4771 Palermo Court N.E., St. Petersburg, FL 33703.

10-01-01

**Article 3. Authorized Shares.** The Corporation is authorized to issue one class of shares, which shall be called common shares. Common shares shall have unlimited voting rights and shall be entitled to receive net assets of the Corporation upon dissolution. The Corporation is authorized to issue 1,000 common shares.

**Article 4. Purpose.** The purpose for which the Corporation is organized is to transact all lawful business for which Corporations may be organized under the Florida Business Corporation Act (Florida Statutes Chapter 607).

**Article 5. Effective Date.** The effective date of incorporation shall be

October 1, 2001.

**Article 6. Initial Board of Directors.** The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of the initial Director of the corporation is Nicholas R. Biddle, whose address is 4771 Palermo Court N.E., St. Petersburg, FL 33703.

**Article 7. Initial Registered Office and Agent.** The street address of the initial Registered Office of the Corporation is 4771 Palermo Court N.E., St. Petersburg, FL 33703 and the name of the initial Registered Agent at that address is Nicholas R. Biddle.

**Article 8. Incorporator.** The name of the Incorporator is Nicholas R. Biddle, whose address is 4771 Palermo Court N.E., St. Petersburg, FL 33703.

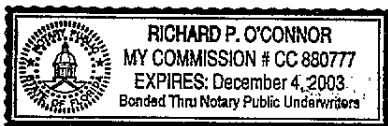
IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 30 day of September, 2001.

Nicholas R. Biddle  
Nicholas R. Biddle

STATE OF FLORIDA  
COUNTY OF PINELLAS

Before me personally appeared Nicholas R. Biddle known to me personally to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 30 day of September, 2001.



Richard P. O'Connor  
Richard P. O'Connor  
Notary Public

**ACCEPTANCE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

I, Nicholas R. Biddle, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place

designated in this statement, 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.

Nicholas R. Biddle  
Nicholas R. Biddle

Date: 9/30/01

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