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Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
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FLORIDA PROFIT CORPORATION OR P.A.

AXXION, INC.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 24, 2002

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SUBJECT: AXXION, INC.
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**ARTICLES OF INCORPORATION
OF
AXXION, INC.**

THE UNDERSIGNED Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

AXXION, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be :
**252 SW 63 AVENUE
PLANTATION, FL 33317**

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is **SEVEN THOUSAND FIVE HUNDRED (7,500)** shares having a par value of **ONE DOLLAR (1.00)** per share.

ARTICLE IV INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation is one (1). The number of Directors may be either increased or decreased from time to time by an amendment of the by-laws but shall never be less than one (1). The names and addresses of the initial Board of Directors are:
**DAVID GANT
252 SW 63 AVENUE
PLANTATION, FL 33317**

ARTICLE V INCORPORATOR

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):
**DAVID GANT
252 SW 63 AVENUE
PLANTATION, FL 33317**

These Articles of Incorporation Prepared By:
**Richard W. Dean, P.A.
3275 W. Hillsboro Blvd. Suite 207
Deerfield Beach, FL 33442
(954) 354-2785
Florida Bar Number 0362263**

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ARTICLE VI INITIAL REGISTERED AGENT AND ADDRESS

The name(s) and address of the initial registered agent is:

DAVID GANT
252 SW 63 AVENUE
PLANTATION, FL 33317

The undersigned has (have) executed these Articles of Incorporation this date: APRIL 22, 2002



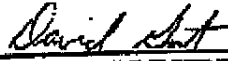
DAVID GANT, Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

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

1. The name of the corporation is: **AXXION, INC.**
2. The name and address of the registered agent and office is: **DAVID GANT
252 SW 63 AVENUE
PLANTATION, FL 33317**

SIGNATURE



TITLE:

PRESIDENT

DATE: APRIL 22, 2002

Having been named Registered Agent 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.



Registered Agent

APRIL 22, 2002

Date

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TALLAHASSEE, FLORIDA

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