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Florida Department of State
Division of Corporations
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To: Division of Corporations:
Fax Number : (850) 205-0381

From:
Account Name : PARCORP SERVICES, LTD.
Account Number : I19990000011
Phone : (800) 603-2533
Fax Number : (800) 398-0461

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FLORIDA PROFIT CORPORATION OR P.A.

ZDC INC.

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

Fax Audit No. (((H02000155112 4)))

**STATE OF FLORIDA
ARTICLES OF INCORPORATION OF
ZDC INC.**

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TALLAHASSEE, FLORIDA
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FIRST: The corporate name that satisfies the requirements of Section 607.0401
"ZDC INC."

SECOND: The street address of the initial principal office of the corporation shall be 63 Sarasota Center Blvd., Ste. 103, Sarasota, FL 34240, and the mailing address of the corporation shall be the same.

THIRD: The corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

FOURTH: The number of shares the corporation is authorized to issue is 1,000 shares of common stock having No Par Value per share.

FIFTH: The street address of the initial registered office of the corporation 63 Sarasota Center Blvd., Ste. 103, Sarasota, FL 34240, and the name of its initial registered agent at such address is: John R. Zangari.

SIXTH: This corporation is to exist perpetually.

SEVENTH: The number of Directors constituting the initial Board of Directors of the Corporation is One (1), and the name(s) and address(es) of the person(s) whois/ are to serve as Director(s) until the first annual meeting of the Shareholders or until their successors are elected and qualify is/are:

John R. Zangari, 63 Sarasota Center Blvd., Ste. 103, Sarasota, FL 34240

EIGHTH: The name and street address of the incorporator to these Articles of Incorporation:

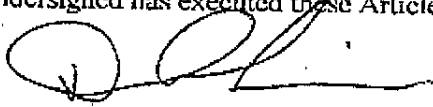
David L. Surina, 931 W. 75th Street, Ste. 137-317, Naperville, IL 60565

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 31st day of May, 2002.

Preparer Info:

David L. Surina / Parcorp Services, Ltd.
931 W. 75th Street, Ste. 137-317
Naperville, IL 60565

Fax Audit No. (((H02000155112 4)))


David L. Surina, Incorporator

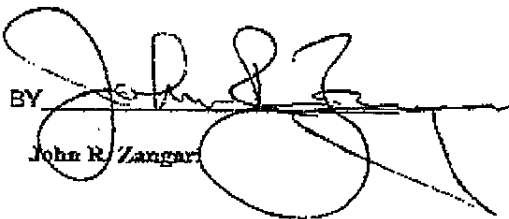
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**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

ZDC INC.

Acceptance by the Registered Agent as required in section 607.0501 (3)
F.S.: John R. Zangari, is familiar with and accepts the obligations provided
for in Section 607.0505.

Dated: May 31, 2002

BY 
John R. Zangari

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