

P020000077682

MARIE R. KEENEY

July 16, 2002

Corporate Records Bureau
Division of Corporations Department of State
409 East Gaines Street
Tallahassee, Florida 32399

200006462632--6
-07/17/02--01028--003
*****78.75 *****78.75

Dear Sir or Madam:

We enclose herein executed Articles of Incorporation in duplicate for purposes of securing approval of these Articles of Incorporation for the proposed corporation to be named SCAN WORKS, INC. Also enclosed is an executed Resident Agent registration form naming James D. Keeney as Resident Agent and our draft in the amount of \$ 78.78 representing the following specific fees:

Filing fee	\$ 35.00
Certified copy of Articles of Incorporation	8.75
Resident Agent registration fee	35.00
TOTAL	\$78.75

We have enclosed a copy of these Articles of Incorporation for certification purposes. Once the Articles of Incorporation have been certified, please return the same to our attention in the self-addressed FedEx envelope provided for this purpose.

Thank you for your attention to this matter.

Sincerely yours,

Marie R. Keeney
Marie R. Keeney

Enclosures

7159 Wild Horse Circle • Sarasota, FL. 34241
marie@jamesdkeeney.com
941-922-3304

FILED
02 JUL 16 PM 1:42
SECRETARY OF STATE
TALLAHASSEE FLORIDA
D. WHITE JUL 17 2002 5

ARTICLES OF INCORPORATION

OF

SCAN WORKS, INC.

FILED

02 JUL 16 PM 1:42

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

NAME OF CORPORATION

The name of this corporation shall be SCAN WORKS, INC.

ARTICLE II

GENERAL NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida for which corporations may be organized under the laws of the State of Florida.

ARTICLE III

AUTHORIZED CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time shall be Seven Thousand Five Hundred (7,500) shares of common stock with a par value of One Dollar (\$1.00) per share.

ARTICLE IV

TERM OF EXISTENCE

This corporation is to exist perpetually unless dissolved according to law.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT AND

PRINCIPAL OFFICE OF CORPORATION

The street address of the initial registered office and principal office of this corporation is:

100 Wallace Avenue, Suite 210
Sarasota, FL 34237

and the name of the initial registered agent of this corporation at that address is:

James D. Keeney

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the Bylaws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Marie R. Keeney
100 Wallace Avenue, Suite 210
Sarasota, FL 34237

ARTICLE VII

INCORPORATOR

The name and address of the person signing these Articles is as follows:

Marie R. Keeney
100 Wallace Avenue, Suite 210
Sarasota, FL 34237

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of incorporation this 16th day of July, 2002.

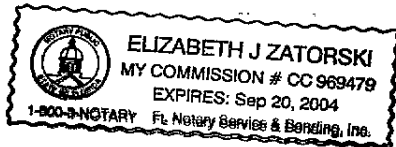
Marie R. Keeney
MARIE R. KEENEY

STATE OF FLORIDA
COUNTY OF SARASOTA

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared MARIE R. KEENEY, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 16th day of July, 2002.

Elizabeth J. Zatorski
Notary Public
My Commission Expires:



FILED

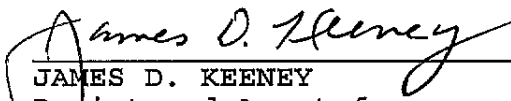
02 JUL 16 PM 1:42

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT FOR
SCAN WORKS, INC.

Having been named to accept service of process for the above stated corporation, at the place designated in the corporation's Articles of Incorporation, I hereby acknowledge that I am familiar with the obligations associated with the office of Registered Agent and I accept such appointment and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: July 16, 2002.



JAMES D. KEENEY
Registered Agent for
SCAN WORKS, INC.