

P02000087978

TRANSMITTAL LETTER

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

SUBJECT: ROI Consortium, Inc.  
(Proposed Corporate Name)

Enclosed is an original and (1) copy of the Articles of Incorporation and our check  
for \$ 78.75.

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-08/12/02--01047--018  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

FROM: ROI Consortium, Inc.  
Brian Wilcox  
5403 Southbend Circle North  
Jacksonville, Florida 32207

Note: Please provide the original and one copy of the Articles.

FILED  
02 AUG 12 PM 1:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is: ROI CONSORTIUM, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business, all in keeping with the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$10.00 par value common stock which shall be designated "Common Stock."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - REGISTERED OFFICE, MAILING OFFICE,  
AND REGISTERED AGENTS OFFICE

The street of the initial registered office, mailing office, and registered agent's office of this corporation is 5403 Southbend Circle N., Jacksonville, Florida, 32207.

The name of the initial registered agent of this corporation is  
BRIAN L. WILCOX

ARTICLE VII - INITIAL BOARD OF DIRECTORS

<u>NAME</u>	<u>ADDRESS</u>
<u>PRESIDENT, TREASURER</u> BRIAN L. WILCOX	5403 SOUTHBEND CIR. N. JACKSONVILLE, FL. 32207
<u>CEO/V.PRES. /SECRETARY</u> GREG EISENBARTH	2885 ESTATES CIRCLE PARK CITY, UT 84060

ARTICLE VIII - INCORPORATORS

NAME

ADDRESS

BRIAN L. WILCOX

5403 Southbend Cir. N.  
Jacksonville, FL. 32207

GREG EISENBARTH

2885 Estates Circle  
Park City, UT 84060

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**IN WITNESS WHEREOF**, the undersigned subscribers have executed these

Articles of Incorporation this 10th day of July, 2002.

  
\_\_\_\_\_  
SUBSCRIBER BRIAN L. WILCOX


  
\_\_\_\_\_  
SUBSCRIBER GREG EISENBARTH

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA. NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 43.091, FLORIDA STATUTES, THE FOLLOWING  
IS SUBMITTED:

FIRST - THAT ROI CONSORTIUM, INC.

desiring to organize or qualify under the laws of the State of Florida, with its  
principal place of business at the City of Jacksonville, State of Florida, has named  
BRIAN L. WILCOX, located at 5403 Southbend Cir. N.  
Jax, FL. 32207 as its agent to accept service of process within Florida.

SIGNATURE   
BRIAN L. WILCOX  
TITLE: PRESIDENT

DATE: JULY 10, 2002

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
CAPTIONED CORPORATION, AT THE PLACE DESIGNATED IN THIS  
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER  
AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE  
TO THE PROPER PERFORMANCE OF MY DUTIES.

SIGNATURE   
REGISTERED AGENT  
BRIAN L. WILCOX

DATE: JULY 10, 2002

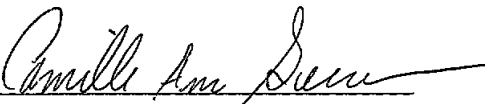
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF DUVAL

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared BRIAN L. WILCOX and GREG EISENBARTH known to be and known by me to be the person (s) who executed the foregoing Articles of Incorporation, and they acknowledge before me that they executed these Article of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 10th of July, 2002.

  
NOTARY PUBLIC, STATE OF FLORIDA  
AT LARGE



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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA